12345 Lakeland Road
Santa Fe Springs, CA 90670

Phone: (562) 944-6111 Fax: (562) 944-8522

Audit Information Package

Privileged & Confidential

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LAKELAND PROCESSSING COMPANY

AUDIT INFORMATION PACKAGE

General Information

Lakeland Processing Company is a treatment facility that accepts and processes non-hazardous liquid waste from a broad spectrum of petrochemical, contracting, industrial, marine and commercial operations.

The fully permitted centralized treatment facility efficiently processes all non-hazardous liquid wastes on-site with the latest treatment methods. The results are treated water that complies with sanitation district's discharge limits and solids that are disposed of in an appropriate off-site landfill.

A wide variety of non-hazardous liquid wastes can be accepted by bulk, drums, totes or pipeline. The facility has no rail capability.

Site Address

Lakeland Processing Company
12345 Lakeland Road
Santa Fe Springs, California 90670
562/944-6111 - Office
562/944-8522 - Fax
www.lakelandprocessing.com

Site Management

Vice-President – Operations: Mike Abbasfard
Vice-President – Financial: Mike Egner
Operations Manager: Larry Hawk
Environmental Manager: Mike Barranco
Accounting Manager: Adelina Aguilera
Customer Service: Marty Duran

EPA ID Number

The facility EPA ID number is CAD008383291.

Standard Industrial Classification Code

The SIC code for this facility is 4953.

Facility Size

The Lakeland Processing Company occupies 1.5-acres

Site Employees

There are 18-employees dedicated to managing the non-hazardous liquid wastes.

Hours of Operation

Monday through Sunday 24-hours per day.

Hours of Receiving

The hours of routine operations are Monday through Friday 7-am to 5-pm. The hours and days of operation can be modified to accommodate special projects by appointment only.

Site Location Zoning

The Lakeland Processing Company is located on a property that has an M-2 Heavy Manufacturing zoning code within the City of Santa Fe Springs. The surrounding properties consist of heavy to light manufacturing and industrial operations.

Site Security & Lighting

All sides of the facility are secured with a chain-link fence, barbed wire, locked gates and portals that are protected via video surveillance cameras and security personnel active 24-hours per day. The facility also has a lighting system that provides illumination for security purposes and when operations warrant night-time activities.

Bulk Liquid Off-Load Rate

The bulk liquid off-load rate is one 100-bbl truck in 10-minutes or up to three 100-bbl trucks in 15-minutes, simultaneously.

Bulk Liquid Storage – Untreated

There are two tanks used to temporarily store untreated non-hazardous liquid waste: 1) the main receiving tank has a capacity of 40,000-bbls or 1,680,000-gallons; and 2) the high solids receiving tank has a capacity of 500-bbls or 20,000-gallons.

Bulk Treated Water Discharge Tank

The treated water is stored in an aboveground storage tank that has a capacity of 40,000-bbls or 1,680,000-gallons.

Drum Storage Capacity

The maximum storage capacity is 1425-drums.

Underground Storage Tanks

There are no known underground storage tanks within the Lakeland Processing Company property.

Expected Facility Life

The current expected life of the facility is 6 to 10-years.

Prevailing Wind

The prevailing wind direction is from the Southwest.

Approximate Proximity to Significant Features

Hospital:	0.5-mile
School:	1-mile
Park:	0.75-mile
Industrial:	<100-feet
Residences:	0.5-mile
River:	2.5-miles – San Gabriel River
Potable Well:	0.7-mile

Site Information

There are two on-going functions at the site: 1) A Non-Hazardous Liquid Waste Treatment Plant; and 2) A Refinery Decommission & Property Redevelopment Operation. Each function is completely separate from the other operationally and financially, and the only common aspect between the two functions is the property location.

Non-Hazardous Liquid Waste Treatment Operations

The Lakeland Processing Company operates within a former refinery and consumes approximately 1.5-acres of the total 55-acres. The current configuration of the facility includes the use of two receiving tanks, one treated water discharge tank, three truck unloading racks, one solids washout station, a full spectrum & integrated water treatment system, a drum/container management & washout area, an on-site truck staging area, an on-site laboratory and a permitted discharge connection to the Sanitation Districts of Los Angeles County.

Current Refinery Activities

The refinery is currently undergoing decommissioning, demolition, and decontamination activities to support future redevelopment of the property. Much effort is underway to sell all items that have value, salvage all that can be recycled, and dispose of what remains.

Future Refinery Plans

The refinery consists of buildings, processing units, utility systems, and aboveground storage tanks. These features of the plant site will eventually be removed to make way for future development of the site.

Processing Units

The crude oil and refined product processing units have been listed for sale for the last two years. Selected processing units have been sold and removed from the site. Other processing units have been sold and are currently being removed from the site. The expectations are that all processing units of value will be sold and removed from the site over the next 2 to 4-years.

Aboveground Storage Tanks

The refinery possessed approximately 80 aboveground storage tanks with a total capacity of approximately 2.5-million barrels. Significant progress has been made over that last few years and approximately one million barrels of storage capacity have been removed from the site. Many of the aboveground storage tanks were cleaned, demolished and removed from the

property. Plans are in place to clean and remove the balance of the aboveground storage tanks within the next eighteen months.

Buildings & Utility Systems

Many buildings and utility systems are currently present on the property and will be sold or otherwise removed from the plant site over the next 2 to 4-years.

Subsurface Remediation

The current owners of the refinery are working with the State of California, Regional Water Quality Control Board on developing plans and procedures for remediation of the subsurface soils and monitoring the conditions of the groundwater at the refinery site. The other adjacent properties associated with the refinery operations have been environmentally assessed, successfully remediated and redeveloped into commercial entities. A preliminary soil gas survey has been performed throughout the refinery facility and this data has been used to assess long-term liabilities and help guide remedial investigation plans. The remedial investigation for the refinery will be implemented in the future to better understand the vertical and lateral extent of any subsurface contamination that may exist. A feasibility study for the refinery property will then be created to assess the methods and alternatives to remediate the soils and groundwater, if necessary.

Duration of Redevelopment

The anticipated duration of redeveloping the refinery site will be approximately 6 to 10-years.

Site Topography

The site is located at an elevation of approximately 130 to 140 feet above mean sea level. Local topography varies within the site vicinity as a result of complex alluvial fan system morphology from north to south and west to east. Topography in the western portion of the site slopes to the southwest at approximately 0.0072 feet per foot (USGS, 1965). Topography in the eastern portion of the site slopes to the south-southeast at approximately 0.0065 feet per foot (USGS, 1965).

Site Geology

The Lakeland Processing site is located on the Santa Fe Springs Plain Province of the Los Angeles Coastal Plain, at an elevation of 130 feet to 145 feet above sea level. The uppermost formation consists mostly of mixtures of silty and sandy clay to a depth of approximately 15 feet below ground surface. Beneath that, to a depth of approximately 90 feet, lies a coarse-grained zone of silty sand.

Groundwater is encountered at approximately 90 feet to 110 feet, in the Exposition Aquifer, uppermost of the Lakewood Formation. The gradient here is approximately 0.01 towards the south and southwest. The major water-producing zones, including the Lynwood, Silverado, and Sunnyside aquifers, lie in the deeper San Pedro Formation. In the vicinity of the site, the uppermost of these, the Lynwood Aquifer, begins at approximately 500 feet below ground surface.

Southern California Water District well Pioneer 1, located 0.7 miles southwest of the site on Pioneer Boulevard, is the nearest domestic water well.

Site Hydrology

The hydrogeologic units beneath the site have been defined in descending order as older alluvial fan and valley deposits of the Lakeland Formation and the San Pedro Formation. Within the site vicinity, the Lakeland Formation comprises the Bellflower Aquiclude and the Exposition and Gage Aquifers. The San Pedro Formation underlies the Lakewood Formation at approximately 150-feet bgs and comprises the Hollydale Aquifer, Jefferson Aquifer, Lynwood Aquifer, Silverado Aquifer, and Sunnyside Aquifer. The individual aquifers noted above within the Lakewood and San Pedro Formations are separated by fine grained, multiple low-permeability aquitards.

Within the site vicinity the Bellflower Aquitard consists of a heterogeneous mixture of clays, silty clays, silts, and extensive intercalated lenses and pockets of sandy or gravely silts and clays and has an estimated thickness between 20 and 40-feet. The Exposition Aquifer is composed of coarse gravel, coarse to fine sand, and interbedded silts and clays with a general southwesterly dip and thickness between 40 and 80-feet. The Gage Aquifer consists predominantly of sands and fine gravels with an estimated thickness between 30 and 50-feet.

Shallow groundwater was encountered beneath the site at depths ranging between 88 and 102 feet bgs. The site exhibits a groundwater ranging seasonally from 0.008 to 0.011 feet per foot to the south and southwest. Groundwater elevation in the monitoring wells has decreased by 3 to 6-feet between the September 2002 and June 2004 monitoring events, and 9 to 10-feet between the February 2001 and June 2004 monitoring events. This decrease in groundwater levels is a regional observation within the Los Angeles groundwater basin.

Aquifer testing performed at the site by IT Corporation resulted in calculated transmissivity between 1,240-gallons/day/foot and 13,613-gallons/day/foot within the shallow groundwater.

Site History & Setting

The Lakeland Processing Company operates a non-hazardous liquid waste processing facility within an approximate 1.5-acre area within a 55-acre former refinery. The non-hazardous liquid waste processing facility is located on a site that had been used as an oil refinery since the 1930's. The site was an oil field with production wells and sumps before the construction of the refinery. The Rothschild Oil Company purchased the site for a refinery in 1936 from the Bell View Oil Syndicate. The Rothschild family owned and operated the Powerine Oil Company from 1936 to 1984. The Powerine Oil Company went into bankruptcy in 1984 and ceased refinery operations. The refinery emerged from bankruptcy in 1986 and resumed refining activities under the ownership of Oscar Schmidt. Castle Energy Company took over the refinery in 1993 and operated the refinery until mid-1995. The following year Energy Merchant Corp. purchased Powerine. Cenco Refining Company purchased the idle refinery in 1998 with plans to resume refining. Late in 2002 those plans were abandoned in favor of redeveloping the site for other uses including a centralized non-hazardous liquid waste treatment facility. Cenco Refining Company changed its name to Lakeland Processing Company to better describe the business at the facility.

The Neighborhood

Lakeland's water treatment operation occupies approximately 2 acres of a 55-acre refinery site that is located in the M-2 (Heavy Manufacturing) Zone within the city of Santa Fe Springs Consolidated Redevelopment Project Area.

The City's General Plan shows that 62 percent of the City is zoned industrial, nine percent is residential, and 29 percent is zoned for other uses (commercial, parks, schools, churches).

Land uses east of the site are industrial: warehousing, manufacturing, truck transportation. An industrial park and oil production occupy land to the north. Light industrial, commercial, and residential uses occupy land to the west. The Los Angeles Centers for Alcohol and Drug Abuse (LA CADA), Family Foundations, Metropolitan State Hospital, light industry, and commercial property in the City of Norwalk are south of the facility.

The nearest residence is located about one-quarter mile west of the property boundary, on the west side of Norwalk Boulevard. Metropolitan State Hospital, a psychiatric treatment facility, is the closest hospital and is located about one-quarter mile south of the site. Family Foundations, which provides temporary housing for individuals recently released from the correctional system, and LA CADA, a drug and alcohol rehabilitation center, are at the corner of Lakeland Road and Bloomfield Avenue, across the street from the southeast corner of the site. The nearest school is Lakeland Elementary, approximately 0.4 miles west of the site.

Stormwater Management

All rainfall is retained on site. The portion that is collected by Lakeland's stormwater system typically amounts to approximately one million gallons for every inch of rainfall. This water is ultimately discharged to the sewer. The facility no longer discharges water to the ocean under an NPDES permit.

Lakeland has over 10 million gallons of rainwater storage capacity, including aboveground tanks and retention basins, plus back-up storage within some tank farm containment areas. The facility can contain the rainwater from all but the most extreme storm events.

Maximum recorded rainfall in a 24-hour period (since 1940)
6.82 inches, a 100-year storm event, January 1956
4.5 inches, a 10-year storm event
3.5 inches, a 5-year storm event

The area typically receives approximately 12 inches of rain annually.

Average Rainfall, inches

January 2.5
February 2.5
March 2.0
April 0.7
May..... 0.2
June..... insignificant
July ..... insignificant
August ..... insignificant
September.... 0.3
October 0.3
November 1.7
December 1.7

Permits

Lakeland Processing Company has applied for and obtained the necessary permits from the appropriate regulatory agencies to operate a non-hazardous waste treatment facility.

City of Santa Fe Springs – Conditional Use Permit Case #620

The City of Santa Fe Springs planning commission has recommended to the City Council that Lakeland Processing Company be given permission to operate the non-hazardous waste treatment facility through a Conditional Use Permit (Refer to Appendix E).

City of Santa Fe Springs – Letter of Approval for a CUP

The City of Santa Fe Springs has granted Lakeland Processing Company permission to operate the non-hazardous waste treatment facility (Refer to Appendix F).

Sanitation Districts of Los Angeles County

The Sanitation Districts of Los Angeles County has authorized Lakeland Processing Company to treat non-hazardous wastes as a centralized wastewater processing facility (Refer to Appendix L). Discharge limits have been issued by the SDLAC and periodic samples are collected and analyzed to assess compliance with the discharge criteria.

California Regional Water Quality Control Board

The California Regional Water Quality Control Board has verified that the property use has been modified and no longer discharges wastes via an NPDES permit (Refer to Appendix M).

South Coast Air Quality Management District

The processing equipment that is used to treat the non-hazardous liquid wastes is fully permitted by the South Coast Air Quality Management District (Refer to Appendix N). There are multiple treatment units that are used to perform this processing operation and each significant unit is operated in compliance with the permit conditions.

Financial Information

EMC Capital Corporation owns Lakeland Development Company and Lakeland Development Company is now doing business as Lakeland Processing Company in Santa Fe Springs, California.

Corporation Status

Lakeland Development Company is an active C corporation registered in the State of California.

Certificate of Financial Responsibility

Lakeland Processing Company has issued and will maintain a Certificate of Financial Responsibility for the facility and its operations (Refer to Appendix D).

Consolidated Balance Sheet

Lakeland Processing Company has compiled a consolidated balance sheet to reflect its financial conditions (Refer to Appendix C).

Insurance

Lakeland Development Company is fully insured for its operations and maintains levels of coverage that are commensurate with industry standards for non-hazardous liquid wastes processing facilities (Refer to Appendix G).

Waste Acceptance

Lakeland Processing Company can accept the following non-hazardous waste streams in bulk, drums or totes:

- ♦ Produce Wash Water
- ♦ Truck Wash Waters
- ♦ Pipeline Flush Waters
- ♦ Construction Wastewaters
- ♦ Cutting/Polishing Water
- ♦ Filtrate Waters
- ♦ Scrubber Wastewater
- ♦ Bilge/Ballast Water
- ♦ Graphite Wastewaters
- ♦ Hydrocarbon Water
- ♦ Equipment Decon Water
- ♦ Clarifier Wastewater
- ♦ Oilfield Wastewater
- ♦ Swimming Pool Waters
- ♦ Boiler Blowdowns
- ♦ Injection Molding Water
- ♦ Groundwater
- ♦ Muddy Waters
- ♦ Heater Mineral Sediment Water
- ♦ Grey Water
- ♦ Boiler Sludge Water
- ♦ Site Decon Water
- ♦ Filtration Media Water
- ♦ Oily Wastewater
- ♦ Car Wash Wastewater
- ♦ Water Softener Wastes
- ♦ Hydrostatic Test Water
- ♦ Process Water
- ♦ Floor Cleaning Water
- ♦ Brine Water
- ♦ Tank Bottom Waters
- ♦ Facility Cleaning Waters
- ♦ Cooling Tower Waters
- ♦ Tank Cleaning Water
- ♦ Hydroblast Wastewater
- ♦ Rainwater Runoff

The typical excluded non-hazardous liquid waste are: Soap/Surfactants Content, Highly Odorous, High Oil/Solvent Content, High Viscosity, Sanitary Sources and Biomedical Sources.

Lakeland Processing Company can accept a wide variety of other non-hazardous wastes that must be properly evaluated prior to acceptance into the processing facility.

All candidate wastes must be profiled and the related information must be documented in a waste profile system before they can be accepted at the facility. The waste profile system includes seeking, obtaining and documenting the specific data related to the waste material regarding its ownership, management organization, source of generation, technical pedigree data, detailed chemical & physical characteristics and other related data. This waste profile data is reviewed and used to determine acceptability, pricing, schedules, treatment methodologies, and compliance with local, regional and State environmental regulatory standards and permit conditions.

Transportation & Receiving

Lakeland Processing Company can receive non-hazardous liquid wastes by bulk truck, 55-gallon drums, plastic totes, and pipeline. The facility cannot receive material by rail line.

The most typical method of transportation from the generator to the facility is by truck either in bulk or in drums. Trucks are received by appointment only and much coordination must occur prior to any trucks arriving at the facility. The customer service personnel at the facility provides the necessary guidance to the generators, waste brokers and transporters prior to and during the receipt of waste material.

Gate Sample Assessment

Gate samples will be collected from bulk loads, drums and totes of waste material delivered to the facility prior to off-loading the material. The gate samples are analyzed in an on-site laboratory for a variety of acceptance criteria. The results of the gate sample analyses are compared with the waste profile information to assure acceptance of the waste material is within prescribed boundaries. Loads are rejected if the gates samples reflect data that is unacceptable to the facility, likewise, loads are accepted if the data indicates the waste material can be properly treated and discharged to the industrial sewer system.

Waste Handling -Technical Description

The Lakeland Processing Company facility is designed to accept non-hazardous liquid wastes, treat the wastes on-site, discharge the treated liquid into a permitted industrial sewer and dispose of the separated solids at an approved landfill.

Weigh Scales

All truck transporting non-hazardous liquid wastes to the facility are required to weigh in heavy and light at certified scales prior to off-loading activities. The weigh master tickets are used to quantify the load volumes.

Bulk Tank Truck Racks

There are three bulk tank truck unloading racks at the Lakeland Processing Company facility. Each unloading rack contains a four inch diameter line for routine non-hazardous liquid waste and a four inch diameter line for off-loading high solids.

Bulk Tank Truck Off-Loading Rate

The off-loading facilities are designed to drain the bulk tank trailers through a four inch diameter line at the off-loading racks. The standard vacuum truck can off-load through pressurizing the trailer at 300-gpm.

Receiving Tank – Untreated Non-Hazardous Liquid Waste

The standard non-hazardous liquid waste will be off-loaded from the bulk tank trailers into a 40,000-bbl (1,680,000-gallon) aboveground storage tank.

High Solids Receiving Tank

The bulk loads that contain high solids will be off-loaded through a four inch diameter line to a 20,000-gallon aboveground storage tank.

Liquid Waste Management

The liquid waste management system consists of a series of filtration devices, emulsion breaking oil/water separator, metals precipitation unit, volatile organic compound removal unit, liquid oxidation unit, granulated activated carbon, and a portable thermal oxidizer The liquid waste management system is operated by K2M Mobile Treatment Services, Inc.

Drum Liquid Waste Management

Non-hazardous liquid waste is received in drums or totes at the drum management area. The contents of the drums/totes are removed and placed in a 70-bbl tanker truck. The 70-bbl tanker truck transports the drum/tote contents and off-loads the liquids into the receiving tanks. The drums are triple rinsed and either returned to the generators or recycled. The drum/tote rinseate is also transported to the receiving tanks for subsequent treatment.

Solids Washout

Lakeland Processing Company possesses a solids washout area where bulk tank trucks can washout the internal surfaces of the tank trailer. The solids are washed out into an aboveground watertight bin with a water hose and sufficient water pressure supplied by the facility.

The solids and liquids are encouraged to separate in the washout bin through a series of weirs and screens. The liquids are periodically removed by vacuum truck or pump and the solids are removed and dewatered.

Discharge Tank – Treated Water

The treated water is pumped to the discharge tank for temporary storage until sufficient quantity has accumulated for discharge to the SDLAC industrial sewer.

Solids Management

The solids that are separated from the liquid waste and that are accumulated from the washout operations are dewatered, placed in a roll-off bin, analyzed for waste profile and transported to an off-site landfill for final disposition.

Spill Containment Systems

The facility possesses many containment systems to prevent unauthorized releases.

Treatment Operations

The treatment operations are performed within a earthen bermed area that will contain any liquid releases and contaminated rain water. In addition, the treatment equipment and the treatment chemicals are stored on top of a 40-millimeter thick PVC liner that has a 1-foot high border on all sides.

Hoses, Pipelines & Related Connections

The truck unloading racks and fluid distribution network consisting of hoses, pipelines and related connections are all contained within either a intact bermed area or over sloped graded pavement possessing multiple collection sumps.

Receiving & Discharge Tanks

The receiving and discharge tanks are located in areas that possess containment berms and drain systems to prevent uncontrolled releases. The containment areas are drained to specifically designed catch basins that are hydraulically connected to aboveground storage tanks.

Truck Unloading Areas

The surfaces underneath the truck unloading racks and the solids washout areas have been purposely sloped to containment sumps to control any spills, leaks or contaminated rainwater. The spills, leaks or contaminated rainwater will be pumped to the treatment system and processed if it contains contaminants in concentrations above the sewer discharge limits.

Emissions Control

The receiving tank and the high solids receiving tank possess vapor control lines to collect fugitive vapors. Any fugitive vapors developed during unloading and static conditions are transferred to a portable Granulated Activated Carbon vessel(s) and,

or, a portable thermal oxidizer and destroyed on-site. The treatment system also is vented to a portable thermal oxidizer and all fugitive emissions are controlled at the source. K2M Mobile Treatment Services, Inc. operates the vapor control system on-site.

Wastewater Treatment Plant Overview

The wastewater treatment plant consists of equipment that will perform gravity separation, emulsion breaking, dissolved metals precipitation, volatile organic compound air stripping, oxidation, ion exchange, solids separation from liquids and selected media adsorption. The waste profile information is used to determine the type of equipment necessary to perform the treatment and the sequence of equipment to accomplish the treatment goals (Refer to Appendix O).

Drum Waste Management

The drums that contain waste material are temporarily stored in the drum storage area and are managed until they can be recycled or returned to the generator.

Drums Storage

Lakeland has a 5,700 square foot concrete drum handling and storage area. It was designed for water washing and has a sloped foundation to capture liquids in a central drain and a dedicated sump. Wastewater drums are off-loaded by forklift, drained, rinsed, and stored in this area. A secondary concrete area for empty drum storage is adjacent to the facility's warehouse. Dry empty drums are returned to the transporter on a subsequent trip or recycled, depending on the needs of the generator.

Drum Waste Removal

The waste material in each drum is removed by vacuum truck or pump and placed in a intermediate storage tank or transported to the main receiving tank. The waste material that is temporarily stored in the intermediate tank is removed by vacuum truck and placed in the main receiving tank.

Drum Rinsing

Drums are triple rinsed and the solids are removed from each drum prior to placement in the empty drum storage area. The rinseate and solids from the drum rinsing operation are placed in an aboveground separator where the liquids and solids are encouraged to separate. Each drum interior is inspected and verified cleaned before movement to the empty drum storage area.

Spill Prevention Pollution Plan

The facility maintains a spill prevention pollution plan to prevent the release of liquids from the processing operations. The plan includes the inspection of critical features of the facility, the repair and maintenance of operational equipment to ensure integrity, the certification of the receiving and discharge tanks and the incorporation of spill containment systems such as berms, liners and sumps specifically designed to control releases.

Spill Control

In accordance with federal requirements, Lakeland's wastewater treatment system is located within a system of berms to retain storage tank contents. In the event of a tank failure, water will flow into the facility's stormwater retention basins rather than leave the site. Smaller tanks and drums of chemicals used in the treatment process are placed inside secondary containment areas, such as concrete enclosures or plastic basins. Mobile equipment will be surrounded by an approved secondary containment unit.

A variety of spill response materials is available to contain, absorb, or neutralize smaller volumes of chemicals, as appropriate. The facility operates a 70-barrel vacuum truck that can also be used to quickly clean up neutralized or non-hazardous liquids.

EMERGENCY SPILL RESPONSE CALL-OUT

Lakeland Processing Company

• RECEPTION/SECURITY	24 Hr	(562) 944-6111
• SHIFT COORDINATOR	Office	(562) 903-0626
Ed Ramirez	Cell	(562) 522-4562
• TANK FARM	Office	(562) 944-9261
Larry Hawk	Cell	(626) 391-9613
• PIPELINES	Office	(562) 944-5862
Ed Sato	Cell	(562) 335-8214
• ENVIRONMENTAL	Office	(562) 906-4092
Mike Barranco	Cell	(310) 739-9715
• GENERAL MANAGER		
Mike Abbasfard	Office	(562) 903-8258

K2M Mobile Treatment Services

• OFFICE	24 Hr	(562) 436-2999
• Keith Martins	Cell	(562) 547-6470
• Paul Anderson	Cell	(562) 547-6455

Spill Response

• ANCON MARINE EPA ID CAD980737068	24 Hr	(800) 556-9090
• ACTI EPA ID CAD983620402	24 Hr	(310) 763-1423

Radiation Safety

• John Magana, Welltech Safety	Office	(310) 764-0971
	Cell	(310) 420-6252

Agencies

• SANTA FE SPRINGS FIRE DEPARTMENT	24 Hr	(562) 944-9713
• COUNTY SANITATION DISTRICTS	24 Hr	(562) 699-7411
• STATE OFFICE OF EMERGENCY SERVICES	24 Hr	(800) 852-7550

Facility Inspection

The Lakeland Processing Company facility is inspected daily to assure all major features of the facility are in good operating condition. The following features are inspected daily:

- ▪Berm & Liner Integrity
- ▪Off-Loading Lines/Fittings/Valves
- ▪Receiving Tanks/Fittings/Valves
- ▪Rack Loading Area
- ▪Vapor Control Lines/Vapor Control System
- ▪Treatment Equipment
- ▪Rack Catch Basin Drain
- ▪Solids Washout Bin Integrity
- ▪Solids Washout/Drum Storage Areas Catch Basin/Drain
- ▪Drum/Tote Storage Area
- ▪Discharge Tank/Fittings/Valves
- ▪Industrial Sewer Discharge Point (Prior to Discharges)

Non-Hazardous Liquid Waste Tracking System

The non-hazardous liquid waste loads are individually tracked from acceptance to final discharge using a unique number-based system. The data is managed with a computer-based system and an operating network where all critical information is entered and retrieved via a "paper-less" process.

Records Retention

All records associated with the non-hazardous liquid waste loads are maintained in a computer-based storage database and are stored in hard copy format for a period of at least three years. Operating records will be maintained until the closure of the facility.

Current Environmental Regulatory Status

There are four environmental regulatory agencies that provide oversight to Lakeland Processing Company on issues of air, water and waste. These environmental regulatory agencies are listed below:

City of Santa Fe Springs – CUPA
Richard Kallman – Environmental Protection Specialist
562/906-3810

State of California
Regional Water Quality Control Board
Paul Cho – Water Resources Engineer
213/576-6721

South Coast Air Quality Management District
Manny Ruivivar – Air Quality Engineer
909/396-2509

Sanitation Districts of Los Angeles County
Brent Perry – Project Engineer: 562/699-7411 ext. 2930
Georgia Blaszcak – Industrial Waste Inspector: 562/699-7411 ext. 6607
Chris Chang – Permit Engineer: 562/699-7411 ext. 2962

Environmental Litigation Status

There have been five environmental litigation cases since 1999 associated with the former refinery that have involved air quality permits, a conditional use permit for the refinery, a clean up and abatement order and an agreement to remove wastes from specific tanks. All of these environmental litigation cases have been settled and the terms and conditions of the settlements have been completed or are in the process of completion.

SUMMARY OF LITIGATION CASES

PLAINTIFF	COURT & CASE #	ORIGINAL FILE DATE	STATUS

Communities for a Better Environment vs. CENCO Refinining Company et al.	Superior Court of the State of California Case No. VO029214	4-27-99	Global Settlement. Agree to forfeit SCAQMD Operating Permits and Conditional Use Permits in January 2003
Communities for a Better Environment vs. CENCO Refinining Company, SCAQMD, City of Santa Fe Springs	Superior Court Case no. CV 00-5665	8/24/00	Global Settlement. Agree to forfeit SCAQMD Operating Permits and Conditional Use Permits in January 2003
Communities for a Better Environment vs. CENCO Refining Company	Superior Court Case No. VC031799	4/27/99	Global Settlement. Agree to forfeit SCAQMD Operating Permits and Conditional Use Permits in January 2003
Community Development Commission of the City of Snata Fe Springs vs. Powerine Oil Company et al.	Superior Court for the State of California Case No. VC039820	4/24/03	Settled. Agreed to implement conditions of the original Clean up & Abatement Order on April 7, 2004
People of the State of California, Department of Toxic Substances Control & City of Santa Fe Springs vs. CENCO and Powerine	Superior Court for the State of California Case No. BC230158	5/02	Settled. Agreed to clean tanks. Received Notice of Completion from DTSC dated March 2003

APPENDIX A

EMERGENCY PREPAREDNESS PLAN

E*mergency*

P*reparedness*

P*lan*

E.P.P. Distribution

Santa Fe Springs Fire Department

Environmental Department

Gate 4

Operations Manager Office

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Emergency Preparedness Plan

Introduction

The purpose of the Emergency Preparedness Plan (EPP) is to provide a plan for the essential actions of key personnel in response to an emergency. The EPP assigns roles and responsibilities for key and support functions.

This manual sets forth procedures and policies which are generally stricter than any federal, state, or local requirements. Under appropriate circumstances, alternative policies and procedures may be followed in a manner consistent with legal requirements.

Lakeland Processing Company

The following Emergency Preparedness Plan provides guidelines for Lakeland Processing Company to follow during an emergency.

It is understood by this organization that updating is an appropriate approach to maintain an efficient and effective plan. Periodically, we will issue updates to either add to a section or replace a section of the plan.

_____ _____

Vice-President, Lakeland Processing Company Date

Definition of an Emergency

An unusual occurrence involving the Lakeland facilities that requires rapid response to control, prevent, and mitigate damage to the public and harm to Lakeland's personnel.

Types of Emergencies

Within the Emergency Preparedness Plan (EPP), there are four (4) types of emergencies. They are categorized as follows:

Type A -	FIRE OR EXPLOSION
Type B -	MATERIAL RELEASE OR SPILL
Type C -	BOMB THREAT
Type D -	NATURAL DISASTER (EARTHQUAKE)

The emergency types are divided into degrees of magnitude under the following designations:

LEVEL 1 -	Containable by in-plant personnel, with unlikely chance of harm or damage to the facility or employees. No Emergency Response Team (ERT) required.
LEVEL 2 -	Any incident requiring an evacuation, notification or the ERT, or notification of special cleanup crews. Containment by in-plant ERT is probable. Sounding the emergency alarm is required.
LEVEL 3 -	Uncontrollable by in-plant ERT: Lakeland's management and municipal fire departments are required. Sounding the emergency alarm is required.

All emergencies regardless of the type and level will be managed using the Lakeland Incident Command System (as part of the EPP).

Each emergency will be responded to by key individuals within the Incident Command System, whose responsibility will be to control, contain, minimize, and mitigate damage and injury. The Incident Command System (ICS) is described in Section X.

The Spill Response / Contingency Plan will be located at the following locations:

1. Office of Operations Manager

2. Environmental Department

3. Office of Facility Shift Coordinator

Incident Response Notification

The procedure below is to be implemented upon discovering an emergency:

First Responder:

1. The first responder will immediately notify the Operations Manager by radio or telephone.

2. The Facility Shift Supervisor will:

   a. Size up the incident.

   b. Assume the duties of the process chief (as described in the Incident Command section of this manual).

   c. Inform Gate #4 to sound the alarm, if necessary.

   d. Implement the ICS.

   e. Notify the Operations Manager to set-up incident commander for the incident.

4. If the emergency is a Level 3, the notification is as follows:

   a. If fire, call (9) 911.

   b. Call out off duty ERT (using ERT callout procedure located at Gate 4).

5. If the emergency is a materials release, the on-call environmental representative shall be informed and he/she will make the appropriate notification as follows:

a. Office of Emergency Services	(800) 852-7550
b. Department of Fish and Game	(310) 590-5132
c. U.S. Coast Guard	(213) 499-5200
d. National Response Center	(800) 424-8802
e. SCAQMD	(909) 396-2000
f. SFS Fire Department	(562) 944-9713

6. Emergency phone lists are available at Security Department, Gate 4. Security keeps all these lists current via department secretaries.

   - ERT Callout List
   - Supervisor Callout List
   - Vendor Emergency Callout List
   - Maintenance & Operations Callout Lists

Additional spill response notification phone numbers are located in the Lakeland offices.

Personnel: The individuals on-site at the time of the emergency disignated as members of the ERT.

Purpose: To maintain an efficient and effective first response team to respond to plant emergencies.

Responsibility:

1. To provide immediate response to all types of emergencies.

2. To control, prevent, or mitigate injuries and damage, initiate rescue activities and see that first aid is rendered to the injured.

3. Begin actions as directed by the Lakeland Incident Commander (LIC) to prevent further spread of the emergency and protect equipment exposed to hazards.

4. Remain at the emergency scene to aid in securing the area until released by the LIC.

General Procedure:

1. Put on turnout gear.

2. Report to Operations Manager at emergency location.

3. Initiate rescue and first aid activities.

4. Initiate fire or emergency activities as directed.

5. Remain at scene until secured and released by LIC.

Emergency Type A - Fire, Explosion, Injury, Illness

Purpose: The purpose of this document is to describe and provide proper guidelines to follow in the event of a fire, explosion, injury, illness arising within the facility.

Objectives:

1. Identify the nature and location of the incident.
2. Rescue and provide medical care for injured.
3. Contain the adverse impact of the incident.
4. Protect involved property from further damage.
5. Assess damage of the incident.
6. Insure the notification of necessary personnel.
7. Notify appropriate local agencies for safety, security and legal purposes.
8. Provide documentation for review and critique of incident.

Definitions:

1. Fire and Explosion

   A. Level 1: Containable by in-plant personnel. In this degree, usually no other areas of the facility will be affected. The fire should be either self-extinguished or be extinguished by use of a portable first response type appliance (fire extinguisher, foam station, etc.). Examples: Trash containers, small switch gear fires, vehicle fires. SFSFD will be notified of the incident.

   B. Level 2: Containable, but with appropriate management notification and Emergency Response Team needed. This degree includes emergencies that require additional help to contain and extinguish. Alarm to be sounded and SFSFD be notified of the incident. All response activities will be conducted utilizing the Lakeland Incident Command System; concepts such as isolation, entry denial, size-up and notification shall be implemented.

Additionally, all responders entering the "hot zone" shall wear the proper protective equipment including, at a minimum, turnout gear. Approach is to be accomplished from the upwind direction whenever possible. In the event that an upwind approach is not possible or, responders must enter alleyways, confined areas or any areas where ventilation is not adequate, SCBA will be worn and the "buddy system" will apply.

C. Level 3: Uncontrollable by facility personnel; assistance from municipal fire departments is required. Examples: storage tanks on fire, ruptured lines, pipeline rupture and fire. All response activities required in B. Level 2 apply, except that the command system will operate under a joint command structure.

2. Injury/Illness

A. Level 1: Patients with minor injuries or illnesses, who are ambulatory and with good vital signs. Examples: minor burs, sprains, strains, possible fractures or dislocations. Medical care can be possibly delayed if Level 2 or 3 injuries/illnesses are involved.

B. Level 2: All injuries/illnesses requiring outside medical assistance either on-site or needed for transportation.

C. Level 3: An incident resulting in loss of life or multiple serious injuries leading to life threatening situations.

Emergency Type "B" - Material Release

Purpose: The purpose of this document is to provide proper guidelines to follow so that damage or harm to the public, to follow so that damage or harm to the public, facility personnel, equipment, and property are minimized in the event of a release within the facility.

Objective:

1. Identification of the type of release and hazard level.
2. Evacuation of affected personnel.
   a) public b) facility
3. Isolate and mitigate impact of the release.
4. Notification of appropriate local agencies.

Definitions:

1. **Release**

   B. Organic Liquid (water with hydrocarbons)

   Examples: Untreated water with organic liquids.

   Hazard: These materials can be a source of fire and combustion. Use water only when cooling piping. Use absorbent when cleaning up.

   C. Organic Solid (filter cake or dewatered solids)

   Examples: Filter cake from dewatering operations.

   Hazard: Material will ignite in presence of strong flame.

2. **Codes (Degree of Emergency):**

A. Level 1 Containable by in-plant personnel. The material release is isolatable with an unlikely chance of further damage or threat to personnel. Low probability that release will move off-site. This type of incident is addressed by in-plant personnel following the guidelines set forth in the Material Safety Data Sheet. Notification to the area Facility Supervisor and the Operations Manager are required. A vacuum truck will be utilized to pick-up the spilled material.

B. Level 2 Any release of sufficient quantity requiring evacuation, notification or management, notification of ERT, or notification of special cleanup crews. Containment by in-plant personnel is probable. Sounding of alarm is required. All response activities will be conducted utilizing the Lakeland Incident Command System. Concepts such as isolation, entry denial, size up and notification shall be implemented. Additionally, all responders entering the "hot zone" shall wear the proper protective equipment including, at a minimum, turnout gear. Approach is to be accomplished from the upwind direction whenever possible. In the event that an upwind approach is not possible or, responders must enter alleyways, confined areas or any areas where ventilation is not adequate, SCBA will be worn and the "buddy system" will apply.

C. Level 3 Uncontrollable by in-plant personnel; management and ERT required. All emergency response units prepared to assist. Sounding of alarm is required. All response activities required in B. Level 2 apply, except that the command system will operate under a joint command structure.

Note: On any notification of release, respiratory equipment is mandatory during preliminary investigations.

Emergency Type C - "Bomb Threat"

Purpose: The purpose of this document is to describe and provide proper guidelines to follow in the event of a bomb threat and/or actual bomb incident arising within the facility.

Objective:

1. Ensure a calm and orderly response to any bomb threat situation.
2. Provide guidelines for threat recipients for the handling of bomb threat incidents.
3. Establish proper communication channels for reporting receipt of bomb threat.
4. Provide guidelines for establishment of search teams, search teams procedures, and partial or complete site evacuation.
5. Provide for appropriate investigation of all bomb threat incidents.

Definition:

1. Level 1: None
2. Level 2: Receipt of any threat or information indicating an explosive device on the facility property.
3. Level 3: Discovery of a device.

Emergency Type D - "Natural Disaster"

Purpose: The purpose of this document is to describe and provide proper guidelines to following in the event of a natural disaster such as earthquake, heavy rains or high winds.

Objectives:

1. Identify all affected areas within the facility.
2. Rescue and provide medical care for injured personnel.
3. Contain the adverse impact of the incident.
4. Protect property and personnel from further damage.
5. Assess damage.
6. Ensure notification of necessary personnel.
7. Notify appropriate agencies.

Definitions:

Level 1 Incident which does not result in significant loss of facility operations or through put. Example: Minor quake resulting in no power loss or flooding.

Level 2 Incident which results in the short-term loss of production or product delivery capability due to unit shutdown without significant damage. Example: Earthquake, heavy rains, or high wind resulting in power loss, or flooding.

Level 3 Incident which results in the loss of any production or product delivery capability with significant equipment damage. Example: Large earthquake resulting in tank ruptures, facility pipeline failures.

Emergency Response Mutual Aid Agreements

Lakeland Processing Company has established an agreement with the Santa Fe Springs Fire Department that, in the event of an emergency, a "joint command" will be used to manage all responding resources and mitigation of manpower on scene.

Drills and facility inspections are done on a regular basis. Joint training is also conducted annually.

Santa Fe Springs Fire Department has mutual aid agreements with Downey Fire Department, Lynwood Fire Department, Vernon Fire Department, Vernon Fire Department HAZ-MAT, Los Angeles County Fire Department, Los Angeles County Fire Department HAZ-MAT.

Emergency Response Team Off Duty

Personnel: The members of the ERT who, at the time of the emergency, are off duty.

Purpose: To provide an effective and efficient second response to a facility emergency.

Responsibility/General Procedure:

1. Upon alarm notification, report to the facility and put on turnout gear.

2. Report to emergency location as directed by LIC.

3. Begin actions as directed by operations chief to prevent further spread of emergency and protect equipment exposed to hazards.

4. Aid in returning all fire equipment to ready condition.

Emergency Response Equipment

1. **S-1 - 195 Ward La France Pumper**
   1500 g.p.m. pump, Telesquirt 55' two piece boom with waterway and ladder, hoses 1 ½" 300' in tow pre-connect compartments, 150' each; tow 100' pre-packs; 2 ½" 800' laid in hose bed and 100' in rolls and 4" hose, 400' in hose bed; medical gear, generator with work lights, compatible fittings for all Mutual Aid Responders. This truck is kept on battery charge.

2. **Foam Trailer**
   Holds 100 gallons of AFF-ATC
   1 ½" hose, 100'; 2 ½" hose, 300'; various nozzles, fittings and Y's; trailer is equipped with a 750 g.p.m. water cannon. There is a diesel pump on board to pump foam into system with a maximum water inlet pressure of 200# p.s.i. and manual toggle switch for foam proportioning to 1%, 3% or 6%. This trailer is kept on battery charge.

3. **Decontamination Equipment**
   Five kiddie pools, tow garden hoses, various sizes of rain gear (10 sets), six face shields, one box rubber gloves, 12 pairs rubber boots (various sizes), one large roll of Visqueen plastic, tow rolls duct tape, one 5 gal. cooler with cups.

Emergency Radio Information

Channel 1 Emergency channel on in-facility radios. During emergencies the incident commander, safety, operations manager and the ERT will be using this channel.

Note: During an emergency the Facility Supervisor will stay on his normal process channel to coordinate his activities.

Emergency Vehicle Radios

S-1 has a municipal radio with two channels.

1. 154.250 MHz - commonly referred to as **250**. This frequency is Municipal Area E (Santa Fe Springs, Downey, Vernon, Lynwood and Los Angeles County Fire Department).

2. 154.280 MHz - commonly referred to as **280** or **The White** channel. This is the channel used for mutual aid response for municipal, industrial or joint response.

Call Sign

_____ Downey dispatch. This is LAKELAND _____.

804 - Call sign for the battalion for Santa Fe Springs Fire Department, i.e., "804 this is LAKELAND or S-1".

Any other communications will be arranged by either Downy Dispatch or SFSFD's battalion chief.

Medical Emergencies

A. Injuries Requiring Emergency Medical Treatment

If a person appears to be in need of immediate medical attention…

1. CALL SAFETY ON RADIO
   During regular hours (Mon - Fri 7:30 a.m. to 54:00 p.m.)

OR

CALL THE OPERATIONS MANAGER ON RADIO
During off hours and weekends

- GIVE THE EXACT LOCATION OF THE INJURED/ILL PERSON AND EXPLAIN WHAT APPEARS TO BE WRONG.

2. SAFETY OR THE OPERATIONS MANAGER WILL CALL 911 (Emergency Response Dispatch)

   - DO NOT hang up until the emergency response dispatcher has all the information needed.

   - Based on the information you give to the dispatcher, they will summon the paramedics and ambulance service.

   - An emergency response to the facility should be requested for any medical condition which may require immediate medical attention. The attached list of symptoms is used by the SFSFD and should be helpful in identifying a medical emergency.

   - If you are in doubt as to whether or not this is a true emergency, call 911 anyway, and let the SFSFD come out to the facility and make the determination for you.

   - UNDER NO CIRCUMSTANCES SHOULD OUR SECURITY GUARDS BE ASKED TO TRANSPORT AN EMPLOYEE TO THE HOSPITAL FOR ANYTHING OTHER THAN MINOR INJURIES (CUTS, SCRAPES, BRUISES, EYE IRRITATION), MINOR BURNS, AND SPRAINS OR STRAINS.

3. SAFETY OR THE OPERATIONS MANAGER WILL CALL SECURITY AT EXT. 201. IMMEDIATELY AFTER CALLING 911 TO INFORM SECURITY OF THE SITUATION.

4. SECURITY WILL MEET THE FIRE DEPARTMENT PERSONNEL AT THE PRE-DETERMINED GATE AND ESCORT THEM TO THE SCENE OF THE INCIDENT.

5. THE SFSFD WILL DETERMINE WHERE AND HOW THE INJURED/ILL PERSON WIL BE TRANSPORTED FOR MEDICAL ATTENTION.

   - An injured or ill person will be transported by AME Ambulance Service to the nearest available hospital. Unless otherwise dictated by the Emergency Medical Services (EMS) communications systems, anyone being transported from Lakeland will be taken to Presbyterian Intercommunity Hospital.

   - AME will **NOT** transport employees to Kaiser Hospital.

   - The EMS field protocol is closely followed by the SFSFD and AME as dictated by the L.A. County Department of Health Services.

6. SAFETY OR THE OPERATIONS MANAGER WILL NOTIFY THE FOLLOWING PEOPLE IMMEDIATELY CONCERNING ANY **SERIOUS WORK-RELATED** INJURY OR ILLNESS:

   - SAFETY MANAGER
     Mon - Fri regular hours, ext. 257
     Off hours/Weekends, pager No. 562/799-5085

   - OPERATIONS MANAGER
     Mon-Fri Regular Hours, ext. 263
     Off hours/weekends, pager No. 562/799-5081

   - FACILITY GENERAL MANAGER
     Mon - Fri regular hours, ext. 260
     Off hours/weekends, Cell No. 562/412-9202

7. A PRELIMINARY INVESTIGATION WILL BE CONDUCTED WITH ANY PARTIES CONNECTED WITH THE INCIDENT BEFORE THEY ARE ALLOWED TO GO HOME. THE EXTENT OF THE PRELIMINARY INVESTIGATION WILL BE DETERMINED BY SAFETY OR THE OPERATIONS MANAGER AS DICTATED BY THE MAGNITUDE OF THE INCIDENT.

8. THE FACILITY SUPERVISOR IS RESPONSIBLE FOR COMPLETING THE INCIDENT/NEAR MISS REPORT FORM AND MAKING THE INITIAL DISTRIBUTION BEFORE HE GOES HOME.

B. Injury Reporting Procedures

See General Operating Practice GS-112: How to Handle Work-Related Injuries.

C. Injuries Requiring First Aid or Non-Emergency Medical Treatment

See General Operating Practice GS-112: How to Handle Work-Related Injuries.

D. **Injuries Suspected to be Work-Related by Personal Physicians**

When an employee seeks medical attention during the weekend or on his/her off Facility, and if the treating physician suspects that the injury may be work-related, the Facility Supervisor must be made aware of this fact immediately. Under no circumstances should an employee just call in sick without informing the Facility Supervisor that his/her injuries may be work-related.

Emergency Alarm Response

This section of the Emergency Preparedness Plan attempts to clarify the roles of company employees who are not on the Emergency Response Team.

The Incident Command System is critically important to be able to locate key personnel and resources during an emergency; this is to ensure a timely mitigation of all hazardous incidents.

Although only employees who have trained and qualified as Emergency Response Team members are to respond to the incident site, all employees shall be utilized in some capacity depending on the magnitude of the emergency.

In order to maintain maximum coordination and efficiency, employees must know where to report during an emergency. The following is a list where employees shall report. If the primary location is not accessible, you will go to your alternate area:

OPERATIONS:

1. All personnel not affected shall go directly to their assigned or base areas to receive instruction.

2. The Operations Manager shall get a head count and report the count to the Vice President.

3. The Operations Manager shall direct all ERT personnel to perform emergency response operations as necessary.

MAINTENANCE:

All maintenance employees including contractors shall report to a predetermined area. Alternate areas must also be identified in case the primary area is eliminated due to the incident.

It is recognized that an emergency situation cannot be predicted and conditions can change in such a manner as to eliminate the predetermined collection area. Alternate areas shall be identified on a daily basis.

In order to avoid accidental exposure, all employees should monitor wind direction by observing the wind socks located throughout the facility.

Plant Evacuation

Purpose: This section should ensure the safety of personnel from fire and all emergencies by providing an efficient evacuation procedure.

Objectives:

1. Identify primary and alternate evacuation routes and collection points.

2. Establish a person or persons to take control of evacuation as directed by the Lakeland Incident Commander (LIC).

3. Appoint building captains and alternates to ensure emergency communication and evacuation of all building areas.

Procedures:

1. During the evacuation in an emergency, the LIC will contact security to implement the complete or partial evacuation of the facility.

2. The LIC shall keep in contact with security via radio.

3. The LIC, based on the circumstances of the emergency, will determine whether this should be permanent evacuation or whether personnel may return to work.

4. Security, on direction from the LIC, will implement the following:

    a. Establish communications with building captains.

    b. Direct the building captains to direct evacuation of personnel, to follow pre-selected routes.

    c. Monitor that the evacuation is being handled in a safe and proper way.

    d. Identify collection points where employees are to meet.

5. Building Captains, upon hearing the emergency alarm, will:

    a. Stand by a phone or radio.

    b. Complete a head count of the normal staff in their area.

    c. Obtain assistance form anyone in the area to accomplish the task of evacuation.

    d. The building captain should be the last person to leave assigned area to ensure that everyone has departed.

e. Direct evacuation of the building area assigned and direct evacuation route and collection point selected. At this point, do another head count and report it to security.

f. Building captains will be identified and posted for each building or area of a building either in the facility or main office.

6. The evacuation routes and collection points will be posted as shown on the attached map.

7. Contractors are to receive the evacuation route map from Gate 4 Security on initial entry to the facility. Upon hearing the alarm, contractors will assemble at Gate #4 and wait for instructions.

Note: During fires, all doors and windows are to be closed. During a bomb threat all doors and windows are to be left open.

Lab Safety Procedure

Purpose: To ensure the proper response to any emergency that affects the laboratory.

First priority during any incident is safety of personnel. Once the incident has been established, the personnel in the laboratory should document course of events on the standard incident report.

PROCEDURE A:

This procedure is to be followed whenever an emergency exists in the facility.

1. Once the laboratory learns of an emergency, the personnel in the laboratory will call Gate #4 for information and instructions.

2. If the emergency is a . . .

   Fire and/or explosion, which requires the deployment of the on-Facility Emergency Response Team,

   or

   material release which may not be containable by in-plant personnel,

   or

   a **MAJOR EVENT**, the personnel in the laboratory should **PREPARE** to vacate the laboratory.

3. Remember, stay in the laboratory until you are told to evacuate the laboratory.

4. When evacuation is required, **SHUT DOWN** THE LAB if possible (do not jeopardize the safety of personnel).

   a. Turn off the rest of the gas cylinders in the laboratory.

   b. Turn off the natural gas to the lab. This is located outside on the west wall of the control lab. It is a gate valve and is labeled

   c.Turn off the electrical power to the lab. There is one main source of power, it is in the utility room located across from the lab supervisors office. Make sure you have a flashlight and all other personnel are assembled at an exit door before throwing the main switch.

5. Prior to evacuating, the personnel in the laboratory will:

a. Determine the wind direction as indicated by the orange wind socks.
b. Choose an evacuation route and collection point upwind and away from the location of the emergency by consulting the Evacuation Plot Plans on the exit doors.

c. Communicate to all lab personnel the evacuation route and collection point.

d. Get a head count of all laboratory personnel.

6. Exit lab together and try to remain together.

7. Assemble at the pre-determined place. Take another head count. Your location and any lab personnel not accounted for should then be reported to security.

8. The personnel from the laboratory will continue to monitor the conditions and wait for further instructions or all clear signal.

PROCEDURE B:

This procedure is to be followed whenever there is an emergency in the laboratory. The personnel in the laboratory are to determine the extent of any emergency in the laboratory.

1. If it is a minor emergency, and can be handled by lab personnel, the operations manager will direct the emergency efforts.

   a. This would include small chemical spill, small fire or minor injury/illness.

   b. After the emergency is over, an incident report needs to be filled out by the personnel in the laboratory.

2. If the emergency is large enough (or you have any doubt about it being containable by lab personnel) the following guidelines should be used:

   a. The operations manager should order the evacuation of the lab and communicate the evacuation route and collection point.

   b. If possible, the personnel in the laboratory will contact Gate #4 and report the conditions within the lab and the location of the personnel that will be evacuating the premises.

PROCEDURE C:

This procedure is to be followed prior to re-entry and restoring electric power to the lab following a total lab SHUTDOWN.

1. When the operations manager has been informed it is appropriate to return to the lab, he/she will ensure that all rooms of the laboratory have been checked for toxic and flammable vapors and oxygen deficiency. The person doing this check must wear self-contained breathing apparatus and use an explosion-proof flashlight for illumination.

2. Once the atmosphere has been determined to be non-flammable, the electrical main may be thrown back on.

3. When the air has been determined to be non-toxic, lab personnel may re-enter.

Emergency Phone Numbers

FIRE - POLICE - PARAMEDICS .....(9) 911

SAFETY DEPARTMENT.....257

SECURITY 201

WORKCARE.....(9) 698-0811, ext. 7508

HUMAN RESOURCES 301

For direct communication with outside emergency responders, dial (9) 911, wait for an answer, then give the following information:

- your name
- the nature of the emergency
- The exact address
- the telephone number from which you are calling

Do not hang up, as additional information may be needed.

The Safety Department shall be notified of all emergencies immediately.

Introduction

Emergencies, accidents, injuries and disasters can occur at any time and without warning. Being prepared physically, as well as psychologically to handle emergencies is an individual as well organizational responsibility.

Lakeland Processing Company has established emergency procedures for you to follow so the effects of those emergencies can be minimized. **YOUR SAFETY IS OF PRIMARY IMPORTANCE.**

A great deal of planning and training has gone into meeting the need for any emergency preparedness plan. An emergency response team and building captains have been established and ongoing training is on schedule.

The purpose of this guide is to acquaint you with the plan for handling emergencies and disasters, with guidelines to follow at work or home. Once you are familiar with this information, you will be able to protect yourself and perhaps save the life of someone else.

The more you are prepared, the better you can act and minimize panic or confusion when an emergency occurs. No matter what the crisis: think before you act, then act swiftly to minimize your exposure to danger.

Please read this guide thoroughly **BEFORE** an emergency occurs and become acquainted with your building captains.

For more information on fire prevention and earthquake response, contact the Safety Department at extension 257.

What Can I do to Be Better Prepared?

Read this handout several times and keep it handy. Be familiar with your building floor plan. Cooperate with all drills and training programs. Keep a copy of the local phone book at home and at work. Read the survival guide in the front of the telephone book. Instruct your family in emergency preparedness and take advantage of emergency classes offered by your community. Your family should know that in an emergency, you could be isolated or trapped at work for as long as 72 hours.

At work you should keep on hand such items as:

- your prescription medications
- a flashlight
- comfortable shoes

In summary, your own common sense is the finest safety device ever developed.

REMEMBER: DON'T PANIC AND REMAIN CALM.

Prepare yourself in advance, know where to go, know how to get there. Know in advance exactly how many doors you will have to pass through along the evacuation route. This will be very helpful in the event you encounter heavy smoke before you reach the nearest emergency exit door. Remember, when heavy smoke is encountered, the exit signs above the doors may not be visible. If you know in advance how many doors you will have to pass, you can then crawl with your head 30 - 36" above the floor (watching on the baseboard along the wall) and count out the number of doors you pass, this way you can know when you have reached the exit door even if you cannot see that it is the exit door.

Medical Emergencies

Give First Aid:

Refer to front of your telephone book for first aid and survival procedures:

Notify emergency response team by calling Gate #4. Have someone escort security and medical personnel to the scene.

First Aid Tips:

1. **START BREATHING** - Gently tilt head back and open the airway. Pinch the nose closed and give two full breaths. Watch the chest rise and fall during each breath. Breath into the victim once every five seconds.

2. **STOP BLEEDING** - Press directly onto the wound with sterile gauze, sanitary napkin, or clean handkerchief. Maintain steady pressure for five to 15 minutes. If bleeding is from an arm or leg, elevate that arm or leg.

3. **TREAT FOR SHOCK** - Keep the victim warm. Keep the victim flat or elevate the legs. Try to make the victim comfortable and relaxed. Reassure the victim by telling him/her help has been called and is on the way.

4. **CHOKING** - Use Heimlich maneuver for conscious victim. For unconscious victim, attempt #1 above. Call for help and give 6 - 10 abdominal thrusts.

   NOTE: IF VICTIM IS CONSCIOUS, TRY TO GET AS MUCH INFORMATION FROM HIM/HER AS POSSIBLE:

   a. Name, age, address, chief medical complaint.
   b. Is victim taking any medication?
   c. Does the victim have any allergies?

Evacuation

Evacuation routes have been pre-determined for your area. Also, alternate routes have been assigned in the event that your first choice is blocked. These routes are posted in a convenient area in your work location.

Do not evacuate unless to do so or danger is imminent.

Then, follow the instructions given by your building captain. Always remain calm, try to reassure others who may be showing signs of panic. If possible, try to secure sensitive documents, Do not carry anything that your impede your progress.

Remember:

- walk, don't run
- keep noise to a minimum
- remove high heels to avoid tripping
- do not push or crowd
- assist persons with disabilities, if any are present

IF THERE IS NO FIRE IN YOUR AREA, BUT THE ALARM HAS SOUNDED, WAIT AT YOUR WORK LOCATION UNTIL YOU HAVE BEEN NOTIFIED TO EVACUATE!

Once you have received word to evacuate, follow your building captain's instructions and move in an orderly manner to the evacuation point (predetermined point outside of the building).

Remember:

- Move away from the building quickly
- Watch for falling glass and other debris
- Stay with your building captain who will keep track of the employees from your area.
- Do not talk to the news media; if asked questions, refer them to the Vice President. Misinformation or partial information can cause bigger problems.
- Do not return to your work station until you have been notified that it is safe to do so.

To Report a Fire:

1. Call Gate #4 at extension 201. Security will call the Emergency Response Team by radio.

    a. give your name
    b. location of the fire
    c. number of persons injured (if any)

2. Activate the fire alarm.

3. Use fire extinguisher on small (basket size) fire, only if it is safe to do so.

EXTINGUISHER INSTRUCTIONS:

- pull safety pin from handle
- aim nozzle at the base of the fire
- squeeze the trigger handle
- sweep from side to side
- back away and watch for re-flash

NOTE: NEVER TURN YOUR BACK UNTIL YOU ARE SURE THE FIRE IS OUT.

When Fire Alarm is Activated:

1. Proceed to the nearest exit, following the directions from your building captain. Before you attempt to go through any doors, always feel the top, along the sides and the bottom for heat - use the back of your hand. If hot, do not open; if not hot, open door slowly. Stand behind to one side of the door, be prepared to close it quickly, if fire is present.

2. Stay low when moving through smoke, know where the alternate exit is located.

3. If you are trapped in a room, place a cloth material around and under the door to prevent any smoke from entering the room. Close as many doors as possible between you and the fire. Be prepared to signal from the windows - but do not break the window unless absolutely necessary, as this may allow smoke to enter from the outside. If telephones are still working, notify security that you are trapped in the room. Also, include the number of persons trapped with you.

Earthquake

What Happens During a Major Earthquake and How Will I Know When it Comes?

- you can't miss it
- everything shakes and rattles
- there is a lot of noise

Things my fall and break (such as ceiling tiles, bookcases, file cabinets and other furniture that has not been anchored to walls or floors). The motion may be severe; if you are standing, you may be thrown to the ground. Many things may stop working (lights, telephones, heat and air conditioning). Some exterior windows will probably break, causing shattered glass and strong drafts. There will be a mess. If there is no mess, we haven't had the big one.

How Long Will it Last?

The shaking may last only a minute or two; but there may be a number of after-shocks (over several hours, days, weeks or months).

What are the Biggest Dangers?

- Falling objects (pictures, things in cupboards, shelves, ceiling tiles, fixtures, furniture, file cabinets and bookcases).
- Swinging doors and broken windows.
- Possible fires from broken natural gas lines, electrical short circuits, or other causes.

During the Earthquake:

1. Take cover underneath a desk or table. PROTECT YOUR HEAD AND NECK.

2. Stay away from windows or objects which could fall on you.

3. Stay where you are, do not run outside. Falling glass or other debris could fall on you.

4. If outdoors, stay in open area. Do not enter the building.

After the Earthquake:

1. Remain at your work location, unless instructed to evacuate by our building captain.

2. Avoid large windows and stay away from equipment.

3. If given instructions to evacuate, follow your evacuation instructions in this guide.

BE PREPARED FOR AFTER-SHOCKS. DO NOT RETURN TO THE BUILDING UNTIL INSTRUCTED TO DO SO.

When Can You Go Home?

Be prepared to stay in the building overnight and perhaps longer. You should not try to get home until government authorities say it is safe, which will be when the worst fires are under control and the streets have been cleared. This may happen quickly or may take sore time (perhaps as long as 72 hours or more).

Building Evacuation

I. Identify Building Area Captains and Alternates (total of ____)

Admin. Bldg. _____
Captain: Mike Egner
Alternate: Natalie Nguyen or Marty Duran

Operations Bldg. _____
Captain: Ed Sato
Alternate: Mike Barranco

II. Evacuation Notification

A. Manual activation of fire alarm (pull down type) - when this alarm is activated it will sound the fire alarm bells.

B. If you have documented fire extinguisher training and come across a fire in its incipient stage, if you feel you could extinguish the fire, do so. If not, follow your escape route. An "incipient stage fire" means a fire in its initial or beginning stage, which can be controlled or extinguished by a portable fire extinguisher without the need for protective clothing or breathing apparatus.

III. Area captains and/or alternates will alert ALL persons in their area of responsibility that the building is being evacuated. This will include any visitors. Visitors and vendors must stay with the person they came to see, and evacuate with his or her group.

A. The area captains and alternates will be familiar with two or more escape routes. Two escape route maps will be posted in each area. One will be posted in the captain's office, the second in the main hallway of the same area.

B. The area captain and alternate will be trained to evacuate the safest escape route.

1. Evaluate your choice of escape:

    a. Flames or smoke blocking an exit door or hallway.
    b. Debris blocking a hallway.
    c. Fire doors that have been closed automatically indicate a fire on the other side.
    d. Offices with windows to the outside could also be used to escape the building if other routes are not accessible.

C. If your only way out of the building is through an office or hallway that is smoky**, STAY AS LOW TO THE FLOOR AS POSSIBLE EVEN, IF THIS MEANS CRAWLING**. The air will be cooler and much more suitable for breathing than the smoky air which is hotter and may carry toxic vapors combined with the smoke.

D. When an escape route has been selected, all people under the direction of the captain or alternate will stay together to exit the building. Close your office doors behind you. These are fire doors and will help keep the fire from spreading. Once you have left the building, **DO NOT** re-enter the building for any reason. When the building is safe for re-entry the operations manager will then inform each area captain.

E. The area captain and alternate will have a company-issued flashlight in their possession. Take it with you, the lights may go out. Emergency lighting in the hallways are powered by self contained batteries which may give at least 30 minutes of light per unit.

NOTE: If the administration building is being evacuated due to external problems that could jeopardize the safety of its occupants, such as harmful vapors or smoke, once outside, notice the wind direction, and stay upwind or 90 degrees (cross wind) to either side of wind direction.

F. At the assembly points, the captain and/or alternate will make an immediate headcount. If a person in your area cannot be accounted for, use your radio to contact the captains of other assembly points, to try to locate the person. The receptionist will take to her assembly point a list of visitors that are in the facility. Visitors will be accounted for in the same manner. If an individual cannot be located, a building or area search will be necessary, but only by trained personnel.

G. At the assembly points, render first aid to the injured until help arrives, keep the Security and Safety Departments up to date on injured or missing persons. Captains and alternates will receive training in:

1. First Aid
2. CPR
3. Fire Extinguisher

Captains and alternates will instruct and train all persons in their areas in evacuation routes and procedures. These instructions and training sessions must be documented on a safety meeting/training report and signed by all the people in your area. Make yourself a copy and send the original to the Safety Department. These meetings shall be performed twice annually.

APPENDIX B

TYPICAL OFF-LOADING RACK

APPENDIX C

LAKELAND BALANCE SHEET

LAKELAND DEVELOPMENT COMPANY AND SUBSIDIARY
CONSOLIDATED BALANCE SHEET
SEPTEMBER 30, 2004
($)

ASSETS:	
Current Assets:	
Cash	$ 28,056
Other Assets	389,720
Plant, Property & Equipment, Held For Sale	39,999,734
Total Assets	$ 40,486,344
LIABILITIES AND CAPITAL:	
Current Liabilities:	
Accounts Payable	$ 2,179,851
Accrued Liabilities	3,747,701
Accrued Environmental Liabilities	18,035,093
Amounts Due to Parent	47,447,483
Loan Payable-EMC	1,662,053
Total Liabilities	73,072,181
Stockholder's equity:	
Common Stock	10
Additional Paid-in Capital	19,999,990
Accumulated Deficit Prior Years	(50,885,141)
Accumulated Deficit Current Year	(1,700,696)
Total stockholder's equity	(32,585,837)
Total Liabilities and Stockholder's Equity	$ 40,486,344

LakelandBSSep04K2m.xls 2/2/05 9:23 AM

APPENDIX D

CERTIFICATE OF FINANCIAL RESPONSIBILITY

12345 Lakeland Road, Santa Fe Springs, CA 90670
Phone: (562) 944-6111 Fax: (562) 903-8911
www.lakelanddevco.com

Lakeland Development Company

Certificate of Financial Responsibility

I am the Chief Financial Officer of the Lakeland Development Company located at 12345 Lakeland Road, Santa Fe Springs, California 90670. This letter is an acknowledgement that Lakeland Development Company takes full financial responsibility for any and all liabilities associated with the site and operation of the facilities at the above noted address.

Lakeland Development Company is self-insured in combination with annual insurance policies covering General Liability, Umbrella, Pollution Legal Liability, Auto Liability and Workers Compensation.

In addition, the facility has insurance policies in the name of the refinery, which will be used as a resource in responding to agency requirements to address issues associated with the 55-acre site and adjoining properties.

Separately, the Lakeland Development Company business plan includes high value sales of equipment and other assets that will be more than adequate in dealing with existing liabilities.

Date: February 3, 2005

LAKELAND DEVELOPMENT COMPANY

Michael Egner
Chief Financial Officer

ME:md

APPENDIX E

CITY OF SANTA FE SPRINGS CUP RECOMMENDATION

City of Santa Fe Springs

Planning Commission Meeting — September 13, 2004

NEW BUSINESS

Conditional Use Permit Case No. 620 and Environmental Documents

Request for approval to allow the operation and maintenance of a centralized wastewater treatment facility utilizing an existing wastewater treatment system, augmented with additional portable treatment equipment, to process non-hazardous wastewater from outside sources on a 1.5-acre portion of the 45-acre site located at 12345 Lakeland Road, in the M-2, Heavy Manufacturing, Zone within the Consolidated Redevelopment Project Area. (Lakeland Development Company)

RECOMMENDATIONS

Staff recommends that the Planning Commission take the following actions:

1. That the Planning Commission approve and adopt the Negative Declaration which, based on the findings of the Initial Study, indicates that there is no substantial evidence the approval of Conditional Use Permit Case No. 620 will have a significant effect on the environment.

2. That the Planning Commission find that the approval of Conditional Use Permit No. 620 is pursuant to and in furtherance of the Consolidated Redevelopment Plan.

3. That the Planning Commission find that the proposed centralized wastewater treatment use will be harmonious with the adjoining properties and surrounding uses in the area and that the use will be in conformance with the overall purposes and objectives of the Zoning Ordinance and is consistent with the goals, policies and programs of the City's General Plan.

4. That the Planning Commission approve Conditional Use Permit Case No. 620, subject to the conditions of approval.

Report Submitted By: C. Nguyen, Planning and Development Dept. Date of Report: September 7, 2004

APPENDIX F

CITY OF SANTA FE SPRINGS APPROVED CUP

11710 Telegraph Road • CA • 90670-3679 • (562) 868-0511 • Fax (562) 868-7112 • www.santafesprings.org

March 24, 2005

Lakeland Development Company
Attn: Lowell W. Morse
12345 Lakeland Road
Santa Fe Springs, CA 90670

Re: **Conditional Use Permit Case No. 620**

Dear Mr. Morse;

On the September 13, 2004, the Planning Commission approved your request to allow the operation and maintenance of a centralized wastewater treatment facility on a 1.5-acre portion of the 45-acre site located at 12345 Lakeland Road, subject to forty-eight (48) separate conditions of approval.

The Planning Department recently consulted with all applicable City departments and has found that, the with the exception of condition #1 (lighting and security plan), the required conditions have now been met. Therefore, this letter will serve to notify you that you may begin full operations of the wastewater treatment facility, with the agreement that the above mentioned lighting and security plan is promptly submittal to the Police Services Department within thirty (30) days from the receipt of this letter.

Please call me if you have any questions regarding this matter at (562) 868-0511, extension 7359

Sincerely,

Robert G. Orpin
Director of Planning and Development

cc: Case File
SFS Fire Department
SFS Public Works Department
SFS Police Services Department

APPENDIX G

GENERAL LIABILITY INSURANCE CERTIFICATE

MEMORANDUM OF INSURANCE DATE OF ISSUE: 03/08/2005

PRODUCER:	COMPANIES AFFORDING COVERAGE		
AON RISK SERVICES, INC. OF TEXAS 1330 POST OAK BLVD., SUITE 900 HOUSTON, TX 77056 CONTACT: PHONE: (832) 476-6000	COMPANY LETTER	A	Southern Risk Specialists
	COMPANY LETTER	B	Progressive Casualty Insurance Company
INSURED: Lakeland Development Company 12345 Lakeland Road Santa Fe Springs, CA 90670	COMPANY LETTER	C	American International Specialty Lines Insurance
	COMPANY LETTER	D	Chubb/Federal Insurance Company
	COMPANY LETTER	E	State Compensation Insurance Fund ***

COVERAGES

This memorandum verifies that the following coverages are in force: [fill in as marked below].

This memorandum is furnished to you as a matter of information for your convenience. It is not intended to reflect all the terms and conditions or exclusions of such policies. This memorandum is not an insurance policy and does not amend, alter, or extend the coverage afforded by the listed policies. The insurance afforded by the listed policy is subject to all the terms, exclusions and conditions of such policies.

CO LTR	TYPE OF INSURANCE	POLICY NUMBER	EFF. DATE	EXP. DATE	LIMITS		
A	COMMERCIAL GENERAL LIABILITY	5270881	03/01/04	04/01/005	GENERAL AGGREGATE	$	1,000,000
	X COM GEN LIABILITY				PRODUCTS-COMP/OP AGG	$	1,000,000
	CLAIM OCCUR				PERSONAL & ADV INJURY	$	1,000,000
	OWN & CONT PROT				EACH OCCURRENCE	$	1,000,000
					FIRE DAMAGE (Any fire)	$	
					MED EXPENSE (Any one person)	$	
B	AUTOMOBILE LIABILITY	041306302	02/04/05	08/04/05			
	ANY AUTO				COMBINED SINGLE LIMIT	$	1,000,000
	ALL OWNED AUTOS						
	SCHEDULED AUTOS				BODILY INJURY (Per Person)	$	
	HIRED AUTOS						
	NON-OWNED AUTOS				BODILY INJURY (Per Accident)	$	
	GARAGE LIABILITY						
	SELF-INSURED				PROPERTY DAMAGE	$	
	PHYSICAL DAMAGE						
A	EXCESS LIABILITY	5035961	08/04/05	08/04/05			
	X LIMBRELLA FORM				EACH OCCURRENCE	$	4,000,000
	OTHER THAN UMB				AGGREGATE	$	
E ***	WORKERS' COMPENSATION AND EMPLOYER'S LIABILITY	1521728-2004	10/01/04	10/01/05	OTH STATUTORY LIMITS	$	
					EACH ACCIDENT	$	1,000,000
					DISEASE-POLICY LIMIT	$	1,000,000
					DISEASE-EACH EMPLOYEE	$	1,000,000
C	OTHER COVERAGE: Pollution Legal Liability	PLS1239456	03/01/04	04/01/05	EACH INCIDENT	$	10,000,000
					AGGREGATE	$	10,000,000
D	OTHER COVERAGE: Fiduciary Liability	81893540	10/09/04	10/09/05	ANY ONE LOSS	$	25,000

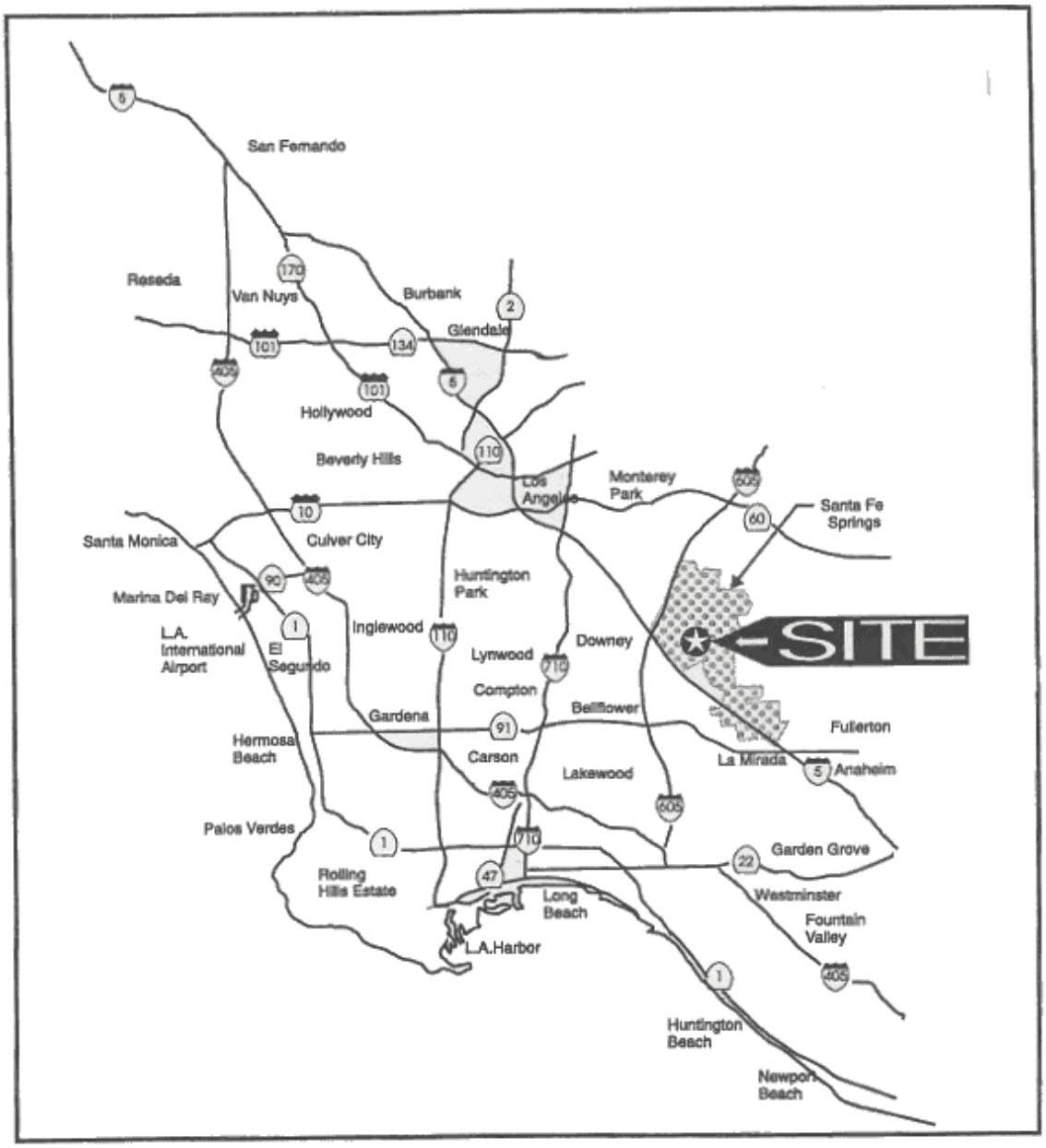
DESCRIPTION OF OPERATIONS/LOCATIONS/VEHICLES/SPECIAL ITEMS

*** Independently procured.

www.aon.com/memoranda

APPENDIX H

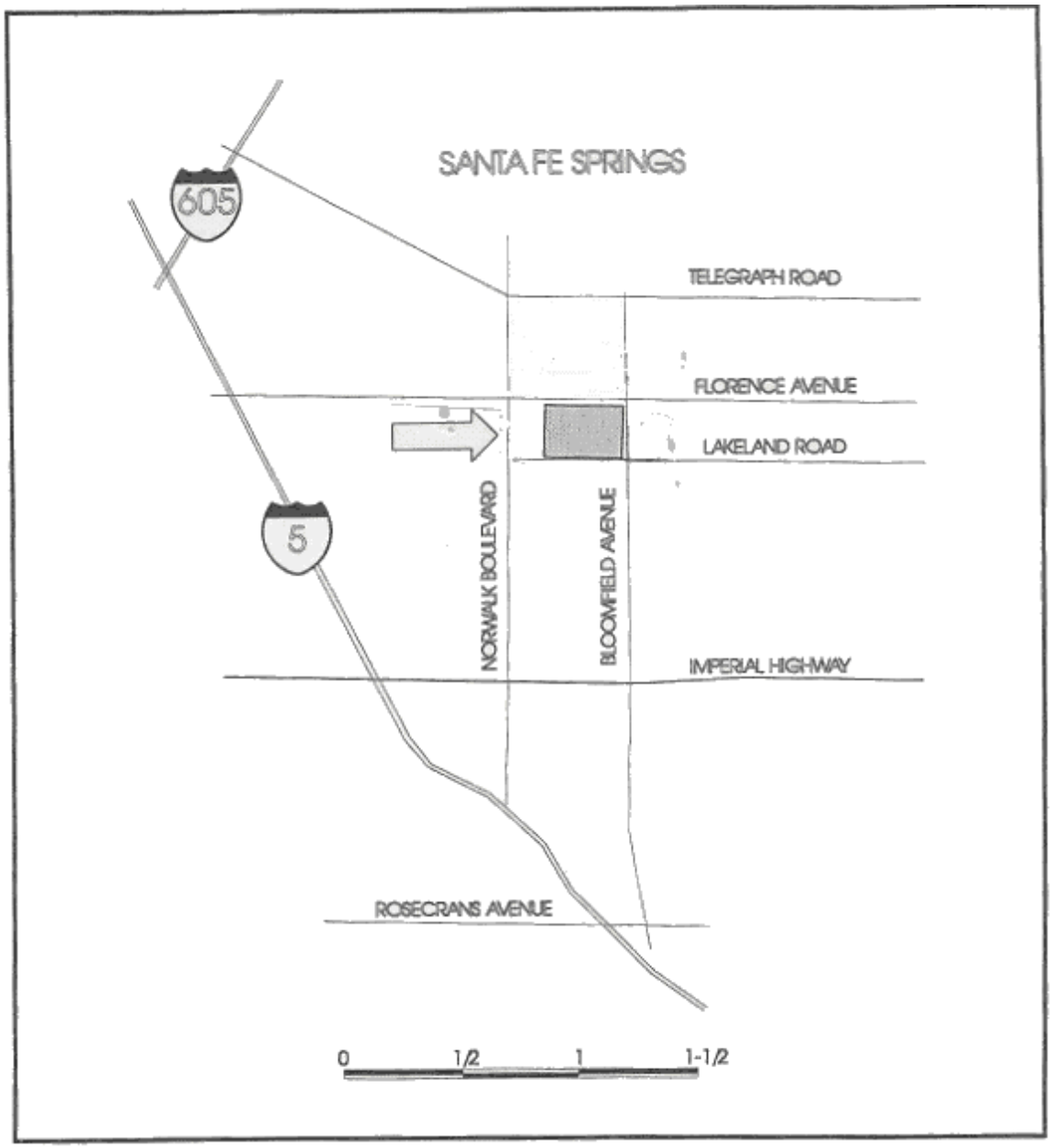
SITE MAP



2-2

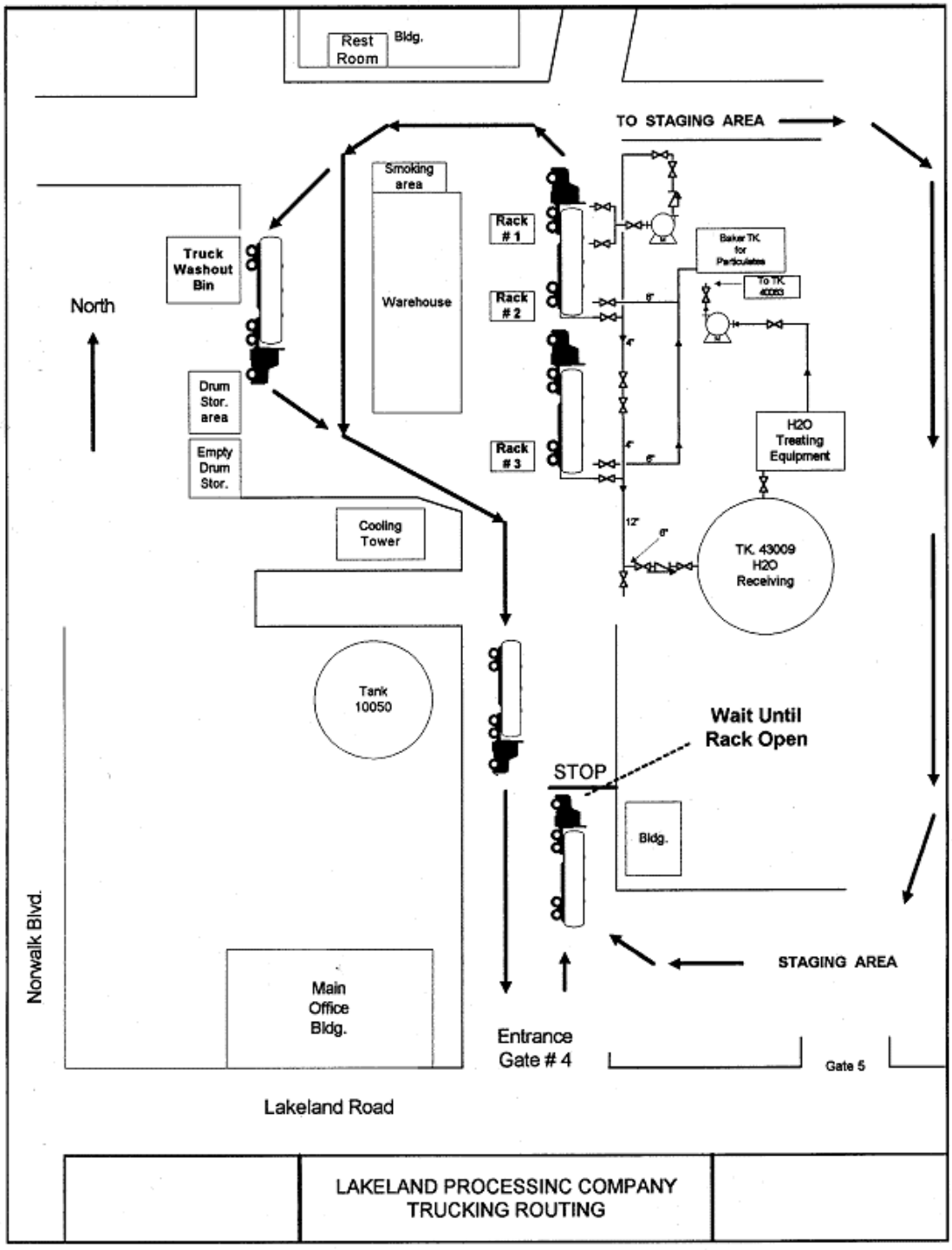
APPENDIX I

FACILITY MAP



2-3

APPENDIX J
FACILITY TRUCK ROUTE
MAP



APPENDIX K

RESUMES

MICHAEL ABBASFARD

EXECUTIVE VICE PRESIDENT AND PLANT GENERAL MANAGER

EDUCATION

B.S., Mechanical Engineering, University of Southwestern Louisiana, 1978

PROFESSIONAL EXPERIENCE

Michael Abbasfard has 27 years of senior level operations/technical management experience in different facets of managing complex manufacturing facilities, including major expansions, upgrades and turnarounds.

SELECT PROJECT EXPERIENCE

A representative selection of Mr. Abbasfard's project experience is included below.

Lakeland Development Company dba Lakeland Processing Company (formerly the CENCO/Powerine Refinery). Mr. Abbasfard developed and implemented a plan to convert a portion of a shutdown refinery into a state-of-the-art wastewater treatment plant by utilizing existing processing equipment, storage tanks and an existing hook-up to the sewer system. Mr. Abbasfard's 20 years experience with this refinery was instrumental in designing the equipment modifications needed to establish a sophisticated wastewater processing facility.

Coastal Corporation, Aruba. As Maintenance, Plant Engineering & Construction Manager, Mr. Abbasfard managed over 400 technical and maintenance personnel in the implementation of the largest turnaround in the history of its 180 MBPD refinery. Execution of this major project took three months and involved one million plus man-hours at a cost of $200 million. The planning and logistics required to complete a major turnaround on the small, isolated island of Aruba with approximately 200 contract workers were particularly challenging. In addition, Mr. Abbasfard played a major role in the refinery expansion and start up of the Crude Unit, Delayed Coker, Hydrogen Plant, Water Treatment and Turbogenerator. As a result, the refinery capacity increased to 260-280 MBPD.

Powerine Oil Company. As Refinery General Manager, Mr. Abbasfard was responsible for all operations, maintenance and technical activities for a 50 MBPD complex petroleum refinery. He managed 300 employees and was accountable for a $60 million per year budget. Milestones: Implemented Powerine's Reformulated Gasoline (RFG) and Clean Diesel Programs. Planned and executed all projects, maintenance activities, and associated logistics systems for the restart of the refinery after a 3-year shutdown. Implemented a reliability program for electrical, instrumentation and rotating equipment. Involved with the $250 million refinery expansion which included the building of a Coker, Hydrogen Plant, Hydrocracker, FCC Feed Hydrotreater and Sulfur Plants.

Gulf Oil Company. In the capacity of Mechanical Engineer, Mr. Abbasfard was involved with a $600 million refinery expansion and upgrade. His responsibilities included preparation of specifications, job walks, and selection of contractors.

LARRY HAWK
WASTEWATER OPERATIONS COORDINATOR

PROFESSIONAL EXPERIENCE

Larry Hawk has 37 years experience in the oil refining industry – his entire career has been spent at the CENCO/Powerine refinery. Mr. Hawk has held various supervisory positions in all aspects of the processing units throughout the refinery. His extensive experience and technical expertise have been in the areas of gasoline blending, wastewater treatment, trucking loading/unloading racks, marine terminal, pipelines, tank farm, and crude units.

SELECT PROJECT EXPERIENCE

A representative selection of Mr. Hawk's project experience is included below.

Lakeland Development Company dba Lakeland Processing Company (formerly the CENCO/Powerine Refinery). Mr. Hawk oversees the overall operation of the wastewater treatment facility. His extensive experience in this facet of the oil refining process provided valuable input in converting a portion of the refinery into smooth-running wastewater processing plant.

CENCO Refining Company (formerly Powerine Oil Company). As Division Process Superintendent and Blending Specialist, Mr. Hawk's responsibility covered all aspects of pipeline shipments, leased pipeline activity and gasoline blending activities including issuance of blend recipes for reformulated gasoline and other products according to EPA and CARB specifications. Products included jet fuel, diesel, premium and regular unleaded gasoline, and asphalt. He managed operations and maintenance groups at both the refinery and marine terminal facilities in the areas of storage, blending, pipeline transfers, shipping/receiving, and truck loading of products. Milestones: Key involvement in implementing the refinery integration to meet California Reformulated gasoline requirements. Reduced level of off-specification products.

Prior to the Division Process Superintendent position, Mr. Hawk was a Refinery Shift Supervisor. His areas of responsibility were the Tank Farm, Diesel Hydrotreater, FCC Hydrotreater, Naphtha Hydrotreater, Vacuum Unit, two Crude units, three reformers, FCC Unit, Alky Unit, laboratory, truck loading facility, and utilities. After a major refinery expansion, he was promoted to Refinery Shift Superintendent and added the Hydrogen Plant, Hydrocracker, FCC Feed Hydrotreater, the Coker and Coke handling area, and the environmental units, to his responsibilities.

MICHAEL BARRANCO
ENVIRONMENTAL COORDINATOR

EDUCATION

B.S., Mechanical Engineering, University of California, Irvine

REGISTRATION

Professional Engineer-Mechanical, State of California

PROFESSIONAL EXPERIENCE

Michael Barranco is a Professional Engineer with over 14 years experience in the field of environmental compliance. As Environmental Coordinator for Lakeland, Mr. Barranco's responsibility is to oversee the environmental compliance tasks for air, water and waste issues for the facility. His duties include the management of non-hazardous and hazardous materials storage for the former refinery site and off-site facilities. He is responsible for preparing correspondence, technical reports and a variety of environmental and safety-related plans to governmental regulating agencies.

SELECT PROJECT EXPERIENCE

A representative selection of Mr. Barranco's project experience is included below.

The Boeing Company Airlift and Tanker Program, C-17 Pollution Prevention. As Project Manager-Engineer/Scientist Specialist, Mr. Barranco eliminated hazardous materials and ozone-depleting chemicals from the C-17 program. He co-managed major efforts to evaluate non-ozone-depleting solvents for cleaning liquid oxygen systems and to find environmentally safe corrosion preventive compounds. He evaluated environmentally friendly alternatives for production and maintenance operations, and assessed risks associated with implementing alternative materials and processes – he sought and developed technologies to meet future environmental regulations. His duties included moderating weekly pollution prevention conference calls with Air Force staff.

Mr. Barranco completed a demonstration of using spent chemical milling solution to etch aluminum and a project aimed at eliminating chromium in seals for aluminum anodizing; he worked on a winning team: 1997 recipient of the EPA's *Pollution Prevention Continuous Improvement Award* and the Air Force Materiel Command *Pollution Prevention Award.*

South Coast Air Quality Management District. As Air Quality Instrument Specialist and Air Quality Engineer, his area of responsibility was to determine source compliance with District and federal air pollution regulations and to investigate and evaluate the effectiveness of innovative air pollution control technologies. He assisted in the development of methods to measure emissions from complex sources, and reviewed outside source test plans and advised companies regarding appropriate test methods. Mr. Barranco performed over 160 tests of air pollution emissions from stationary sources and conducted tests to determine emissions from the incineration of controlled substances. He led a year-long investigation of biofiltration to control organic compound emission, and authored SCAQMD's first technical report on fugitive hydrocarbon emission testing.

APPENDIX L

SANITATION DISTRICTS OF LOS ANGELES COUNTY
PERMIT FOR LAKELAND PROCESSING COMPANY

COUNTY SANITATION DISTRICTS
OF LOS ANGELES COUNTY

1955 Workman Mill Road, Whittier, CA 90601-1400
Mailing Address: P.O. Box 4998, Whittier, CA 90607-4998
Telephone: (562) 699-7411, FAX: (562) 699-5422
www.lacsd.org

JAMES F. STAHL
Chief Engineer and General Manager

January 3, 2005
File: 18-04-016674
Account No. 2082093

Mr. Mike Barranco
Lakeland Development Company
12345 Lakeland Road
Santa Fe Springs, CA 90670

Dear Mr. Barranco:

Revised Temporary Industrial Wastewater Discharge Permit No.016674

On December 20, 2004 your company was issued self-monitoring report requirements. Because your facility does not directly discharge to the Los Coyotes water reclamation plant, mercaptans and chloride have been removed from your testing requirements. Enclosed is a revised Required Characterization Tests form for your convenience.

If you have any questions concerning these requirements, please contact Sue Zhu at (562) 699-7411 extension 2956 or Chris Chang at extension 2962.

Very truly yours,

James F. Stahl

Linda Shadler
Supervising Civil Engineer

LMS:SZ:dfd
#438738

cc: Mr. Raul Diaz, City of Santa Fe Springs

APPENDIX M

CALIFORNIA REGIONAL WATER QUALITY CONTROL BOARD
FACILITY STATUS

California Regional Water Quality Control Board
Los Angeles Region
Over 51 Years Serving Coastal Los Angeles and Ventura Counties
Recipient of the 2001 *Environmental Leadership Award* from Keep California Beautiful

Terry Tamminen
Secretary for Environmental Protection

Arnold Schwarzenegger
Governor

320 W. 4th Street, Suite 200, Los Angeles, California 90013
Phone (213) 576-6600 FAX (213) 576-6640 - Internet Address: http://www.swrcb.ca.gov/rwqcb4

February 2, 2004

Mr. Mike Abbasfard
Refinery Manager
CENCO Refining Company
12345 Lakeland Road
Santa Fe Springs, CA 90670

Dear Mr. Abbasfard:

TENTATIVE RESCISSION OF WASTE DISCHARGE REQUIREMENTS AND NATIONAL POLLUTANT DISCHARGE ELIMINATION SYSTEM (NPDES) PERMIT FOR CENCO REFINING COMPANY, 12345 LAKELAND ROAD, SANTA FE SPRINGS, CALIFORNIA (NPDES PERMIT NO. CA0057177, CI-6154).

On May 25, 2000, the California Regional Water Quality Control Board, Los Angeles Region (Regional Board) issued a NPDES permit, Order No. 00-068 to CENCO Refining Company for the discharge of wastewater to a storm drain that flows to Coyote Creek, a tributary to the San Gabriel River.

Your letter dated December 6, 2002 requested rescission of this NPDES permit because, due to a court order dated on October 11, 2002, CENCO is no longer planning to resume refining operations. Further, you stated that CENCO discharges all storm water traversing the refinery to the sanitary sewer. Regional Board staff's site inspection verified that there is no discharge of wastes to surface water. Therefore, waste discharge requirements are no longer needed.

Should any future activities at the subject site result in discharges of wastewater to surface waters, you are required to file a Report of Waste Discharge with this Regional Board prior to discharge.

In accordance with administrative procedures, this Regional Board will consider the enclosed tentative Order, which, in part, rescinds Order No. 00-068 (NPDES No. CA0057177, CI-6154). The hearing will be held on March 4, 2004, at 9:00 a.m. at the Metropolitan Water District of Southern California, 700 North Alameda Street, Los Angeles, California.

If you have any questions, please call Dr. Tony Rizk at (213) 576-6756.

David Hung, Chief
Industrial Permitting Unit

APPENDIX N

K2M –SOUTH COAST AIR QUALITY MANAGEMENT DISTRICT PERMITS

SOUTH COAST AIR QUALITY MANAGEMENT DISTRICT
21865 East Copley Drive, Diamond Bar, CA 91765

page 1
Permit No.
F42587
A/N 370831

PERMIT TO OPERATE

This initial permit must be renewed ANNUALLY unless the equipment is moved, or changes ownership.
If the billing for annual renewal fee (Rule 301.f) is not received by the expiration date, contact the District.

TO/AS.

Legal Owner or Operator: K2M MOBILE TREATMENT SERVICES INC
P O BOX 57 5900 CHERRY AVE.
LAKEWOOD, CA 90714

ID 111378

Equipment Location: VARIOUS LOCATIONS IN SCAQMD LONG BEACH CA 90810

EQUIPMENT DESCRIPTION:
370831

DUAL WASTEWATER TREATMENT SYSTEM NO. 1 AND AIR POLLUTION CONTROL SYSTEM (APC-M301100), TRAILER MOUNTED, CONSISTING OF:

1. WASTEWATER TREATMENT UNIT, K2M MOBILE TREATMENT SERVICES, INC., MODEL NUMBER TTU301, SERIAL NUMBER 301102, WITH A CARBON AIR MODEL 80 LOW PROFILE AIR STRIPPER AND A 10 HP BLOWER.
2. WASTEWATER TREATMENT UNIT, K2M MOBILE TREATMENT SERVICES, INC., MODEL NUMBER TTU301, SERIAL NUMBER 301103, WITH A CARBON AIR MODEL 80 LOW PROFILE AIR STRIPPER AND A 10 HP BLOWER.
3. THERMAL/CATALYTIC OXIDIZER, SOIL-THERM, MODEL NUMBER 2005, WITH ONE 1,500,000 BTU PER HOUR, DIRECT PROPANE/NATURAL GAS BURNER, A FULLY MODULATING AUTOMATIC TEMPERATURE CONTROL SYSTEM, AND A ONE-CUBIC-FOOT ACTIVE VOLUME CATALYST MODULE FOR THE CATALYTIC MODE.
4. EXHAUST SYSTEM WITH A 7.5 HP BLOWER, 1000 SCFM, VENTING THE DUAL WASTEWATER AIR STRIPPING SYSTEM.

Conditions:

1. OPERATION OF THIS EQUIPMENT SHALL BE CONDUCTED IN ACCORDANCE WITH ALL DATA AND SPECIFICATIONS SUBMITTED WITH THE APPLICATION UNDER WHICH THIS PERMIT IS ISSUED UNLESS OTHERWISE NOTED BELOW.
2. THIS EQUIPMENT SHALL BE PROPERLY MAINTAINED AND KEPT IN GOOD OPERATING CONDITION AT ALL TIMES.

ORIGINAL

SOUTH COAST AIR QUALITY MANAGEMENT DISTRICT
21865 East Copley Drive, Diamond Bar, CA 91765

AQMD

PERMIT TO OPERATE

CONTINUATION OF PERMIT TO OPERATE

3. AIR STRIPPER(S) SHALL NOT BE OPERATED UNLESS IT IS VENTED ONLY TO AIR POLLUTION CONTROL EQUIPMENT WHICH IS IN FULL USE AND WHICH HAS BEEN ISSUED A PERMIT TO OPERATE BY THE EXECUTIVE OFFICER.

4. IDENTIFICATION TAG(S) OR NAME PLATE(S) SHALL BE DISPLAYED ON THE EQUIPMENT TO SHOW MANUFACTURER MODEL NO. AND SERIAL NO. THE TAG(S) SHALL BE ISSUED BY THE MANUFACTURER AND SHALL BE AFFIXED TO THE EQUIPMENT IN A PERMANENT AND CONSPICUOUS POSITION.

5. CURRENT CONTACT PERSON NAME, COMPANY, AND PHONE NUMBER SHALL BE DISPLAYED IN A PERMANENT AND CONSPICUOUS POSITION.

6. UPON THE FIFTH DAY AFTER PLACEMENT OF THIS EQUIPMENT INTO OPERATION AT A NEW SITE, THE DISTRICT SHALL BE NOTIFIED VIA PHONE AT 1-877-810-6995 OF THE EXACT NATURE OF THE PROJECT AS FOLLOWS:

   A. THE PERMIT NUMBER OF THE PORTABLE EQUIPMENT.
   B. THE NAME AND PHONE NUMBER OF A CONTACT PERSON.
   C. THE LOCATION WHERE THE PORTABLE EQUIPMENT WILL BE OPERATED.
   D. THE ESTIMATED TIME THE PORTABLE EQUIPMENT WILL BE LOCATED AT THE SITE.
   E. DESCRIPTION OF THE PROJECT.
   F. IF LESS THAN 1/4 MILE, THE DISTANCE TO THE NEAREST SENSITIVE RECEPTOR, DEFINED AS: LONG-TERM HEALTH CARE FACILITIES, REHABILITATION CENTERS, CONVALESCENT CENTERS, RETIREMENT HOMES, RESIDENCES, SCHOOLS, PLAYGROUNDS, CHILDCARE CENTERS, AND ATHLETIC FACILITIES.

7) THIS EQUIPMENT SHALL NOT BE OPERATED MORE THAN TWELVE CONSECUTIVE MONTHS AT ANY ONE FACILITY WITHIN SCAQMD.

8) THIS EQUIPMENT SHALL NOT BE OPERATED WITHIN 1000 FEET FROM AN OUTSIDE BOUNDARY OF ANY SCHOOL.

9) WASTEWATER ANALYSIS SHALL BE AVAILABLE FOR EACH WASTEWATER STREAM SHOWING THE CHEMICAL COMPOSITION AND THE CORRESPONDING CONCENTRATION OF EACH CONTAMINANT BEFORE ANY TREATMENT BEGINS, AND ANALYSIS RECORD SHALL BE MAINTAINED.

10) THIS EQUIPMENT SHALL NOT BE USED TO TREAT WASTEWATER CONTAINING CARCINOGENIC COMPOUNDS IDENTIFIED IN TABLE-I, UNDER RULE 1401, AS AMENDED ON MARCH 17, 2000, EXCEPT;

BENZENE
1,4-DICHLOROBENZENE
1,1-DICHLOROETHANE
METHYLENE CHLORIDE
PERCHLOROETHYLENE
1,1,2-TRICHLOROETHANE
TRICHLOROETHYLENE
VINYL CHLORIDE

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CARBON TETRACHLORIDE
EHYLENE DIBROMIDE
1,1 DICHLOROETHYLENE

11) A FLOW INDICATOR SHALL BE INSTALLED AND MAINTAINED AT THE INLET GAS STREAM TO THE AIR POLLUTION CONTROL (APC) SYSTEM TO MEASURE THE TOTAL GAS FLOW RATE IN STANDARD CUBIC FEET PER MINUTE (SCFM). IN CASE A PRESSURE SENSOR DEVICE IS USED IN PLACE OF A FLOW INDICATOR, A CONVERSION CHART SHALLBE AVAILABLE TO INDICATE THE CORRESPONDING FLOW RATE (SCFM) TO THE PRESSURE READING.

12) THE TOTAL GAS FLOW RATE SHALL NOT EXCEED 1000 SCFM WHEN THE THERMAL OXIDIZER IS IN OPERATION OR 900 SCFM WHEN THE CATALYTIC OXIDIZER IS IN OPERATION.

13) GRAB SAMPLES (FOR EACH NEW SITE) FROM THE THERMAL/CATALYTIC OXIDIZER EXHAUST STREAM SHALL BE TAKEN, AT LEAST ONCE A WEEK FOR THE FIRST MONTH, AND SAMPLES SHALL BE ANALYZED FOR VOC CONCENTRATIONS AND MASS EMISSIONS, AND SPECIATED IN ACCORDANCE WITH THE SCAQMD APPROVED METHODS. BASED ON THE MASS EMISSION RATES OF THE COMPOUNDS PRESENT, K2M MOBILE TREATMENT SERVICES, INC., SHALL PREPARE A RULE 1401 MAXIMUM INDIVIDUAL CANCER RISK (MICR) ANALYSIS FOR EACH LOCATION WHERE THIS EQUIPMENT IS OPERATED. MICR ANALYSIS SHALL BE PERFORMED USING AQMD PUBLISHED "RISK ASSESSMENT PROCEDURES FOR RULE 1401 AND 212", VERSION 5.0, SEPTEMBER 1999. ALL GRAB SAMPLES' RESULTS AND RISK ASSESSMENT VALUES SHALLBE SUBMITTED TO THE SENIOR ENGINEERING MANAGER, ENGINEERING AND COMPLIANCE DIVISION, TOXICS AND WASTE MANAGEMENT TEAM, WITHIN 30 DAYS OF THE LAST GRAB SAMPLE COLLECTION.

14) THE CUMULATIVE MICR VALUE DETERMINED FOR EACH LOCATION SHALL BE LESS THAN 10 IN ONE MILLION FOR THE NEAREST RESIDENTIAL OR COMMERCIAL RECEPTOR LOCATION(S).

15) THE VOC CONCENTRATION AT THE OUTLET OF THE THERMAL OR CATALYTIC OXIDIZER SHALL BE MEASURED BY USING A PHOTO IONIZATION DETECTOR (PID) OR A DISTRICT APPROVED ORGANIC VAPOR ANALYZER (OVA) CALIBRATED IN PARTS PER MILLION BY VOLUME (PPMV) OF HEXANE. BASED ON THIS ANALYSIS VOC EMISSIONS SHALL BE CALCULATED.

16) THE TOTAL VOC EMISSION DISCHARGED FROM ALL EQUIPMENT SHALL NOT EXCEED 22 LBS IN ANY ONE DAY AT ANY ONE LOCATION WITHIN THE DISTRICT.

17) A TEMPERATURE MEASUREMENT AND RECORDING DEVICE WITH AN ACCURACY OF + OR – 5 DEGREES FAHRENHEIT SHALL BE INSTALLED AND MAINTAINED AT THE OUTLET OF THE THERMAL OXIDIZER AND AT THE INLET OF THE FIRST STAGE CATALYST BED.

18) WHENEVER THE THERMAL OXIDIZER IS IN OPERATION, THE TEMPERATURE AT THE OUTLET OF THE COMBUSTION CHAMBER SHALL NOT BE LESS THAN 1500 DEGREES FAHRENHEIT.

19) WHENEVER THE OXIDIZER IS OPERATING IN A CATALYTIC OXIDATION MODE, THE TEMPERATURE AT THE INLET OF THE FIRST STAGE OF THE CATALYST BED SHALL NOT BE LESS THAN 750 DEGREES FAHRENHEIT.

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20) IN THE EVENT OF LOWER TEMPERATURE DETECTION (UNDER CONDITION NOS. 18 AND 19), THE OPERATOR SHALL TAKE IMMEDIATE CORRECTIVE ACTIONS TO RESTORE THE TEMPERATURE OR EQUIPMENT SHALL BE SHUTDOWN.

21) WHENEVER THE WASTEWATER STREAM CONTAINING CHLORINATED COMPOUNDS (UNDER CONDITION NO. 10) IS TREATED, K2M MOBILE TREATMENT SERVICES, INC. SHALL CALCULATE THE TOTAL MOLES OF CHLORINE PRESENT BASED ON CHEMICAL ANALYSIS (UNDER CONDITION NO. 9) AND THE RESPECTIVE HCl FORMATION RATE. THE CALCULATED HCl VALUE SHALL BE LESS THAN 1 LB/DAY.

22) THE OPERATOR SHALL KEEP AND MAINTAIN ALL RECORDS REQUIRED BY THIS PERMIT TO VERIFY COMPLIANCE WITH THE ABOVE CONDITIONS. ALL RECORDS SHALL BE KEPT AND MAINTAINED FOR A MINIMUM OF TWO YEARS AND SHALL BE MADE AVAILABLE TO SCAQMD PERSONNEL UPON REQUEST.

NOTICE

IN ACCORDANCE WITH RULE 206, THIS PERMIT TO OPERATE OR COPY SHALL BE POSTED ON OR WITHIN 8 METERS OF THE EQUIPMENT.

THIS PERMIT DOES NOT AUTHORIZE THE EMISSION OF AIR CONTAMINANTS IN EXCESS OF THOSE ALLOWED BY DIVISION 26 OF THE HEALTH AND SAFETY CODE OF THE STATE OF CALIFORNIA OR THE RULES OF THE AIR QUALITY MANAGEMENT DISTRICT. THIS PERMIT CANNOT BE CONSIDERED AS PERMISSION TO VIOLATE EXISTING LAWS, ORDINANCES, REGULATIONS OR STATUTES OF OTHER GOVERNMENT AGENCIES.

EXECUTIVE OFFICER

Dorris M. Bailey

By Dorris M. Bailey/PIRP
08/03/01

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APPENDIX O

LAKELAND PROCESSING COMPANY OVERVIEW